

164 139.3

Preliminary Draft of a Bill

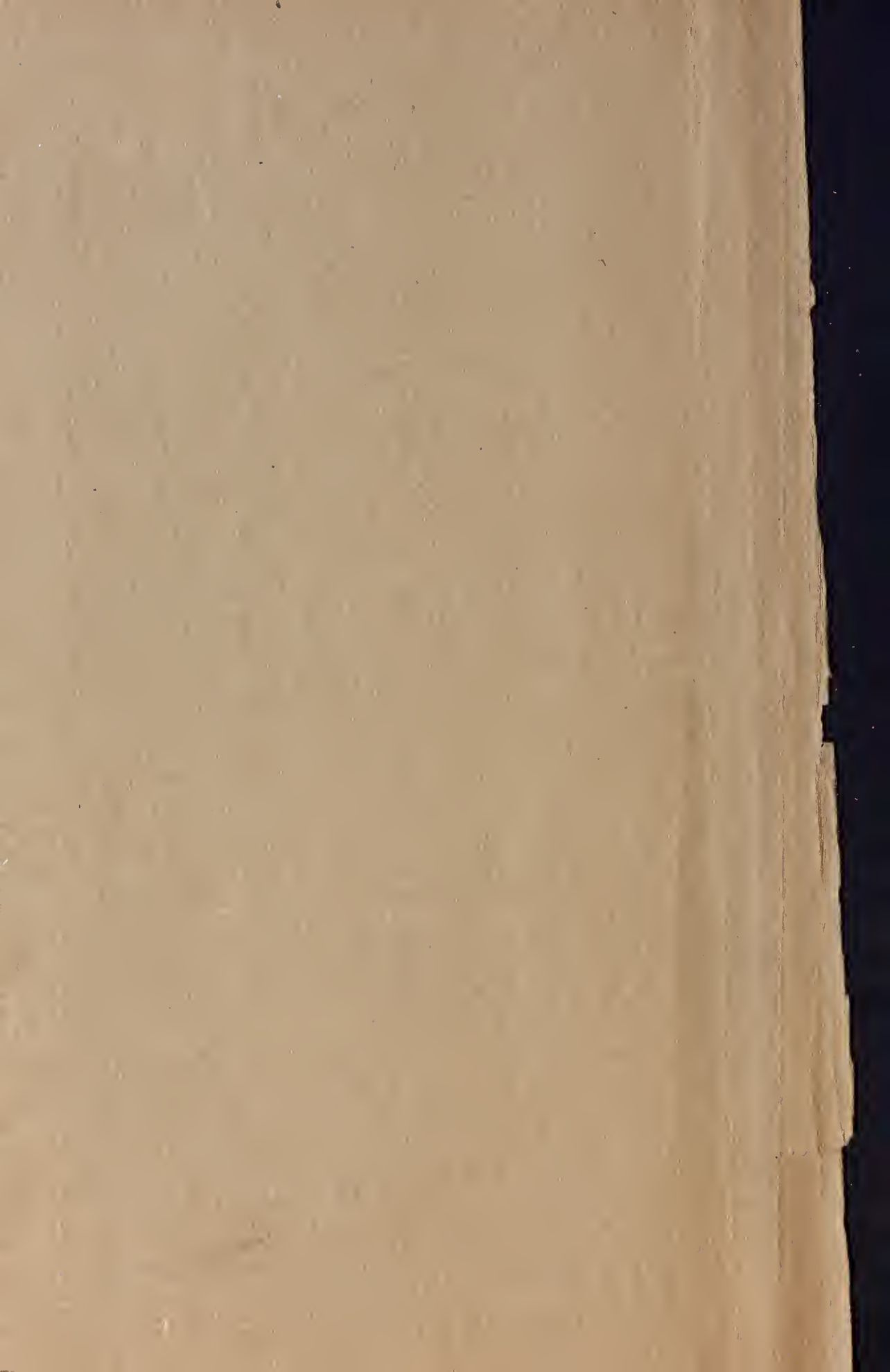
CONSOLIDATING THE EXISTING

General Laws Relating to Corporations

Bulletin No. 10.

LEGISLATIVE REFERENCE BUREAU

HARRISBURG, PA.:
WM. STANLEY RAY, STATE PRINTER
1914



PREFACE.

By direction of the General Assembly of 1913 (Pamphlet Laws, 1913, Page 250) the Legislative Reference Bureau was directed "to cause to be prepared, for adoption or rejection by the General Assembly, compilations, by topics, of the existing general statutes, arranged by chapters and sections, under suitable headings, with accompanying lists of statutes to be repealed." Also "to cause to be prepared codes of the existing laws on each of such topics, together with lists of statutes to be repealed, in the event of the adoption by the General Assembly of any of such codes."

Pursuant to this act several compilations have been prepared by the bureau and will be submitted to the General Assembly of 1915 for its consideration. Among them is a compilation and consolidation of the general laws of Pennsylvania relative to Corporations, a copy of which is herewith submitted for the criticism of those interested in the subject.

Accompanying this compilation and consolidation a *codification* of this entire subject will also be presented to the next General Assembly for its consideration. In the *codification* the material will be arranged practically as in the present bill, but the entire law will be rewritten, simplified, condensed and harmonized.

In preparing this compilation the law has been taken practically as it stands. Very few changes have been made, and those only for the sake of clearness and harmony.

In a task involving so much and so varied details it is inevitable that errors have occurred—both of omission and of inclusion.

We shall be deeply gratified if the person into whose hands this preliminary draft comes will read it carefully, *criticize it fully and freely and send any resulting suggestions or recommendations to the undersigned at an early date.*

November 1, 1914.
Harrisburg, Penn'a.

JAMES McKIRDY,
Assistant Director,
Legislative Reference Bureau.

224509



AN ACT

To provide for the incorporation and regulation of certain corporations.

Be it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania in General Assembly met, and it is hereby enacted by the authority of the same:

CHAPTER I.

ARTICLE I.

Section 1. This act shall be known and may be cited as "The General Corporation Act of 1915."

This act shall apply to the incorporation and regulation of all kinds of corporations except as follows:

1. Except as otherwise in this act provided, this act does **not** apply to nor affect (1) Banks or banking companies, whether of issue, for discount or for savings; or (2) savings institutions; or (3) railroads or railways operated by steam; or (4) insurance companies of any kind; or (5) to any corporation whether incorporated under general or special laws, which has not accepted the provisions of the present State Constitution relating to corporations or which may not hereafter accept such provisions of the Constitution and the provisions of this act; or (6) to canal companies or ship canal companies.

2. This act shall not apply to nor affect the regulation of any class of corporations the enforcement of which is entrusted to the Public Service Commission or to the State Banking Department, or to the State Insurance Department, or to State Department of Health.

Section 2. The provisions of all acts or parts of acts which are repealed by this act, or are substantially re-enacted in this act, shall be considered as remaining continuously in force, so that all rights and liabilities incurred under said provisions before the date when this act shall go into effect, shall be preserved and may be enforced as if the said provisions had been continuously in force from the time of their original enactment, respectively.

Section 3. Whenever in this act reference is made to any act by title, such reference shall also apply to and include any codification wherein the provisions of such act so referred to, are substantially re-enacted.

Section 4. The provisions of this act, so far as they are the same as those of existing laws, shall be construed as a continuation of such laws, and not as new enactments. The repeal by this act of any act of Assembly or part thereof shall not revive any act or part thereof heretofore repealed or superseded. The provisions of this act shall not affect any act done, liability incurred, or right accrued or vested, or affect any suit or prosecution, pending or to be instituted, to enforce any right or penalty or punish any offense under the authority of such repealed laws. Any person holding office under any act of Assembly, repealed by this act, shall continue to hold such office until the expiration of the term thereof, subject to the conditions attached to such office prior to the passage of this act.

Section 5. Nothing in this act shall relieve any corporation subject to the jurisdiction of the public service commission from any provision of the public service company law.

(COMP.)

CHAPTER II.

CORPORATIONS OF THE FIRST CLASS.

ARTICLE I.

INCORPORATION.

Section 1. Corporations may be formed under the provisions of this article by the voluntary association of five or more persons, for the purposes, and in the manner mentioned herein.

Section 1, Act of April 29, 1874, P. L. 73.

Section 2. The purposes for which the said corporation may be formed, shall be as follows, and corporations formed for any of said purposes shall be known as corporations of the first class:

1. The support of public worship.
2. The support of any benevolent, charitable, educational or missionary undertaking.

3. The support of any literary, medical or scientific undertaking, library association, or the promotion of music, painting or other fine arts.

4. The encouragement of agriculture and horticulture.

5. The maintenance of public or private parks, and of facilities for skating, boating, trotting and other innocent or athletic sports, including clubs for such purposes, and for the preservation of game and fish.

6. The maintenance of a club for social enjoyments.

7. The maintenance of a public or private cemetery.

8. The erection of halls for public or private purposes.

9. The maintenance of a society for beneficial or protective purposes to its members from funds collected therein.

10. The support of fire engine, hook and ladder, hose or other companies for the control of fire.

11. For the encouragement and protection of trade and commerce.

12. For the formation and maintenance of military organizations.

13. For the maintenance of a society for the improvement of the streets and public places in any city, borough or township in this Commonwealth.

14. For receiving and holding property, real and personal, of and for unincorporated religious, beneficial, charitable, educational and missionary societies and associations, and executing trusts therefor.

Each of the said corporations may hold real estate to an amount the clear yearly value or income whereof shall not exceed twenty thousand dollars.

Act of July 15, 1897, P. L. 283, amending Section 2, of the Act of April 29, 1874, P. L. 73.

Section 3. In addition to the corporations not for profit of the first class, authorized to be created by the second section of this article, there may be formed, under the provisions of this article, associations for the prevention of cruelty to children and aged persons, and said associations shall have the power to receive and hold such real and personal estate, as may be necessary for their purposes.

Section 1, Act of May 25, 1887, P. L. 265.

Section 4. Whenever any person shall have heretofore made, or hereafter make any bequests, devises, or gifts, and shall have created, or may hereafter create, in connection therewith, a trust or trusts for the benefit of the people of any incorporated city of this Commonwealth, for the purpose of establishing and maintaining any library, museum, art gallery, school, or other institution for the ad-

vancement of learning, science, music, or art, or any one or more of said purposes, the terms and conditions and scope of the said trust or trusts being prescribed, and the manner in which the trustees shall be selected or appointed for the administration of said trust being specified, and providing that officers or representatives of the said city shall be some of said trustees, and if such bequests, devises, or gifts shall have been accepted by the city upon the terms imposed, it shall be lawful to form a corporation, in the manner hereinafter provided, for the management of said trust or trusts, either separately or together, if there be no inconsistency in said trusts.

Section 1, Act of May 28, 1907, P. L. 300.

With the consent of the said city, evidenced by a resolution of its councils, the majority of said trustees, named or acting under the provisions of the instrument creating the trust or trusts, may present a petition to the court of common pleas of the county in which said city shall be situate, which shall set forth the terms and provisions and conditions of such trust or trusts, the fact of the acceptance thereof by the city, as evidenced by the proper action of its councils, and, with such petition, the said trustee shall file articles of association, in which articles of association they shall certify:—

1.—The name under which such trust or trusts shall be incorporated.

2.—The purpose for which it is formed (which shall embody the terms and provisions of the trust or trusts.)

3.—The place or places where its business is to be transacted.

4.—The term for which it is to exist.

5.—The names and residences of the trustees, and the manner in which their successors are to be chosen or qualified.

6.—The officers of the said city, and the names of those filling the offices at the time, who *ex virtute officii* are trustees, and the manner of their appointment or selection by the proper body of the city government.

7.—Such other provisions as may be necessary to carry out the intent of the testator or donor.

That the practice as to the execution, acknowledgment, and advertisement of said petition and articles of association shall follow the practice provided by the act to which this is a supplement, relating to corporations of the first class. And the said petition and articles of association shall be presented to a law judge of the said county, who is hereby required to examine them, and, if they shall be found to be in proper form, and shall appear lawful and not injurious to the community, he shall endorse thereon these facts; and he shall order and decree thereon that the charter applied for is approved; and upon recording of said charter and order, in the office

for the recording of deeds in and for the county aforesaid, the said trustees shall be a corporation, for the purposes and upon the terms mentioned in said petition and in said articles of association; and thereupon the property and money held by the said trustees under said trust or trusts shall immediately vest in the said corporation.

Section 2, Act May 28, 1907, P. L. 300.

Upon the incorporation of any institution under the provisions of this section, it shall be lawful for said city to grant and convey to such corporation any property which said city may have provided for the use of such institution under the terms of the original gift; and to permit such corporation to hold, occupy, and use such portions of its public parks, or lands acquired for, or set aside for the use of, such institution under the terms of the original gift; and to appropriate annually for its support any moneys it may have agreed to appropriate under the terms of the original gift.

Section 3, Act May 28, 1907, P. L. 300.

Any corporation created under this section shall have perpetual succession, by its corporate name, for the purposes mentioned in its articles; and shall have power to maintain and defend judicial proceedings, make and use a common seal, and alter the same at pleasure; hold, purchase, sell, and transfer such real and personal property as the purposes of the corporation may require; appoint and remove subordinate officers and agents; to enter into any obligation necessary for the transaction of its affairs, and to make, and, from time to time, alter or amend by-laws for the regulation of its affairs, not inconsistent with its articles of association or the laws of this Commonwealth.

Section 4, Act May 28, 1907, P. L. 300.

Section 5. Whenever any person shall have heretofore made, or shall hereafter make, any bequests, devises, or gifts, and shall have created, or may hereafter create, in connection therewith, a trust or trusts for the benefit of the people of any incorporated city of this Commonwealth, for the purpose of establishing and maintaining any library, museum, art gallery, school, or other institution for the advancement of learning, science, music, art, or any one or more of said purposes, the terms and conditions and scope of the said trust or trusts being prescribed, and the manner in which the trustees, shall be selected or appointed for the administration of said trust or trusts being specified, and providing that officers or representatives of the said city shall be some of said trustees, and if such bequests, devises, or gifts shall have been accepted by the city upon the terms imposed, it shall be lawful to form a corporation, in the

manner hereinafter provided, for the management of said trust or trusts, either separately or together, if there be no inconsistency in said trusts, with power to confer degrees in art. pure and applied science, philosophy, literature, painting, music, medicine, law, and theology, or any of them.

Section 1, Act of April 26, 1911, P. L. 82.

With the consent of the said city, evidenced by a resolution of its councils, the majority of said trustees, named or acting under the provisions of the instrument creating the trust or trusts, may present a petition to the court of common pleas of the county in which said city shall be situate, which shall set forth the terms and provisions and conditions of such trust or trusts, the fact of the acceptance thereof by the city, as evidenced by the proper action of its councils, and, with such petition, the said trustees shall file articles of association, in which articles of association they shall certify:—

1.—The name under which such trust or trusts shall be incorporated.

2.—The purpose for which it is formed (which shall embody the terms and provisions of the trust or trusts).

3.—The kind or kinds of degrees which the corporation shall have power to confer.

4.—The amount of assets in the possession of said subscribers, which are to be devoted to the establishing and conducting of those branches of education in which the corporation shall have power to confer degrees.

5.—The minimum number of persons whom it is intended to regularly employ, as members of the faculty, in each branch of education in which the corporation shall have power to confer degrees.

6.—A brief statement of the requirements for admission, and of the course of study to be pursued in each branch of education in which the corporation shall have power to confer degrees.

7.—The place or places where its business is to be transacted.

8.—The term for which it is to exist.

9.—The names and residences of the trustees, and the manner in which their successors are to be chosen or qualified.

10.—The officers of the said city, and the names of those filling the offices at the time, who *ex virtute officii* are trustees, and the manner of their appointment or selection by the proper body of the city government.

11.—Such other provisions as may be necessary to carry out the intent of the testator or donor.

The practice as to the execution, acknowledgment, and advertisement of said petition and articles of association shall follow the practice provided by this act relating to corporations of the first class.

Section 2, Act of April 26, 1911, P. L. 82.

The said petition and articles of association shall be presented to a law judge of the said county, who is hereby required to examine them, and, if they shall be found to be in proper form, and shall appear lawful and not injurious to the community, he shall endorse thereon these facts; and shall thereupon direct the prothonotary or clerk of said court to transmit to the superintendent of Public Instruction of the Commonwealth a certified copy of said certificate of incorporation, together with the said endorsements thereon.

Section 3, Act of April 26, 1911, P. L. 82.

Section 6. Upon the receipt of said certified copy of said certificate of incorporation, the said Superintendent of Public Instruction shall, within sixty days thereafter, cause the College and University Council of Pennsylvania to be convened at such time and place as he may designate; and said council shall thereupon hear and consider said application from an educational standpoint; and if the course of instruction and standard of admission and the composition of the faculty shall appear to said council to be sufficient, and the educational needs of the particular locality in which the proposed institution is to be located and of the Commonwealth at large are likely to be met by the granting of said application, the said council shall thereupon cause to be endorsed upon said petition or certificate, its findings and its approval of the same, together with a recommendation to the law judge or court before whom the same was originally presented that the same be granted. If in the judgment of the council the said application should not be granted, it shall endorse thereon its findings and its disapproval of the same, with a recommendation that said application be refused. The said certified copy of said certificate shall, with the endorsements thereon, thereupon be returned by the said Superintendent of Public Instruction to the law judge or court, who, in finally passing upon the petition, shall be guided in his decree by the findings of said College and University Council. In case the law judge, after giving his consideration to the findings of said council, shall be satisfied with the propriety of the application, in view of all the facts, he shall approve the same; and order and decree that upon the recording of said certificate, with the recommendation of said council and a copy of said order of court, in the office of the recorder of deeds, et cetera, of the county in which the business of the corporation is to be trans-

acted, the subscribers thereto and their associations and successors shall be a corporation, for the purpose and upon the terms therein stated; and henceforth the persons named therein and subscribing the same, and their associates and successors, shall be a corporation by the name therein given. In case of the disapproval of said application by the council, aforesaid, the proposed charter shall not be granted.

Section 4, Act of April 26, 1911, P. L. 82.

Section 7. All corporations chartered under the provisions of Sections five and six of this article shall be subject to visitation and inspection by representatives of the said council; and if any of them shall fail to keep up the standard recited in its charter, in any of the branches of education in which it has power to confer degrees, the court may, upon the recommendation of the council, revoke the power to confer degrees in that branch or branches of education in which the corporation shall so fail.

Section 5, Act of April 26, 1911, P. L. 82.

Nothing in this article, or in any act of this Commonwealth now in force, shall be construed as fixing an arbitrary standard by which applications for charters under sections five and six of this article shall be measured, either with respect to value of assets, number of faculty, or course of instruction; but such matters shall be within the discretion of the law judge or court to whom petition is presented and the College and University Council.

Section 6, Act of April 26, 1911, P. L. 82.

Any corporation created under sections five and six of this article shall have perpetual succession, by its corporate name, for the purposes mentioned in its articles and, in addition to the power to confer degrees, as provided in its articles, shall have general powers as follows: To maintain and defend judicial proceedings, make and use a common seal, and alter the same at pleasure; hold, purchase, sell and transfer such real and personal property as the purposes of the corporation may require; appoint and remove subordinate officers and agents; to enter into any obligation necessary for the transaction of its affairs, and to make, and, from time to time, alter or amend by-laws for the regulation of its affairs, not inconsistent with its articles of association or the laws of this Commonwealth.

Section 7, Act of April 26, 1911, P. L. 82.

Section 8. The charter of an intended corporation of the first class shall be subscribed by five or more persons, three of whom, at least shall be citizens of this Commonwealth, and shall set forth:

1. The name of the corporation.
2. The purpose for which it is formed.
3. The place or places where its business is to be transacted.
4. The term for which it is to exist.
5. The names and residences of the subscribers and the number of shares subscribed by each.
6. The number of its directors, and the names and residences of those who are chosen directors for the first year.
7. The amount of its capital stock, if any, and the number and par value of shares into which it is divided.

The charters for corporations of the first class may be made perpetual, or may be limited in time by their own provisions; and the General Assembly reserves the power to revoke or annul any charter of incorporation granted or accepted under the provisions of this chapter, whenever in the opinion of the said General Assembly it may be injurious to the citizens of this Commonwealth, in such manner, however, that no injustice shall be done to the corporators or their successors.

Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation, printed in the proper county for three weeks, setting forth briefly the character and object of the corporation to be formed, and the intention to make application therefor.

Sections 3 and 4, Act April 29, 1874, P. L. 73.

Section 9. In order to avoid existing confusion, arising from the fact that publication of notices in connection with the formation, amendment, increase or reduction of capital stock; conduct of business, merger, transfer of franchises, or dissolution of corporations, joint-stock companies, limited partnerships, and partnership associations are not required to be published in any designated paper in any county, and to serve the convenience of members of the bar and others interested in such notices, hereafter in all cases, where publication is or may be required by law in connection with the formation, amendment, increase or reduction of capital stock, conduct of business, merger, transfer of franchises, or dissolution of corporations, joint-stock companies, limited partnerships or partnership associations, such notice as is or may be required, as aforesaid, shall be published in the legal journal, if any, of the proper county, in which court notices usually appear, which journal for such purposes shall be deemed a newspaper of general circulation: Provided, That the rates charged for such publication shall not be in excess of the usual and current rates charged by such newspapers.

Act of May 3, 1909, P. L. 386.

Section 10. The said certificates of incorporation of the first class shall be acknowledge by at least three of those who subscribe to them before the recorder of deeds of the county in which the business of the corporation is to be transacted, to be their act and deed, and the same being duly certified under the hand and official seal of the said recorder of deeds, shall be presented to a law judge of the said county, accompanied by proof of the publication of the notice of such application, who is hereby required to peruse and examine said instrument, and if the same shall be found to be in the proper form, and within the purposes named in the first class specified in the foregoing section, and shall appear lawful and not injurious to the community, he shall endorse thereon these facts, and shall order and decree thereon that the charter is approved, and that upon the recording of the said charter and order, the subscribers thereto and their associates shall be a corporation for the purposes and upon the terms therein stated, and the said order and charter shall be recorded in the office for the recording of deeds in and for the county aforesaid, and from thenceforth the persons name therein and subscribing the same, and their associates and successors, shall be a corporate by the name therein given.

Section 3, Act of April 29, 1874, P. L. 73.

Section 11. All certificates of association or articles of incorporation may be acknowledged and sworn to before a notary public of the Commonwealth of Pennsylvania, in the same manner, and with like force and effect, as though acknowledged and sworn to before the recorder of deeds of the proper county.

Act of April 15, 1891, P. L. 18.

Section 12. Hereafter all certificates of association and articles of incorporation may be acknowledged and sworn to before any justice of the peace of this Commonwealth, in the same manner and with like force and effect as though acknowledged and sworn to before the recorder of deeds of the proper county or a notary public of this Commonwealth.

Act of June 1, 1911, P. L. 540.

Section 13. Married women may be corporators or officers of any association incorporated for purposes of learning, benevolence, charity or religion.

Act of April 9, 1879, P. L. 16.

CHAPTER II.

ARTICLE II.

GENERAL POWERS.

Section 1. Every corporation of the first class shall have the following powers, in addition to such powers as may be hereinafter specifically conferred upon any class of such corporations:

First. To have succession by its corporate name for the period limited by its charter, and when no period is limited thereby or by this article, perpetually, subject to the power of the General Assembly to alter, revoke or annul such charter agreeably to the provisions of the Constitution of this Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal, and alter the same at pleasure.

Fourth. To take, purchase, hold and transfer such real and personal property as the purposes of the corporation may require, not exceeding the amount limited by the provisions of this article.

Fifth. To appoint and remove such subordinate officers and agents as the business of the corporation requires, and to allow them a suitable compensation.

Sixth. To make by-laws not inconsistent with law for the management of its property, the regulation of its affairs, and the transfer of its stock, if any it have.

Seventh. To enter into any obligation necessary to the transaction of its ordinary affairs.

Section 1, Act of April 29, 1874, P. L. 73.

Section 2. Each corporation of the first class may hold real estate to an amount the clear yearly value or income whereof shall not exceed twenty thousand dollars.

Section 2, Act of April 29, 1874, P. L. 73.

Section 3. Any literary, religious or beneficial society, congregation or corporation having capacity to take and hold real and personal estate within this Commonwealth, may acquire and hold the same to the extent in the aggregate of the clear yearly value of thirty thousand dollars and to no greater extent, without an express legis-

lative sanction. And in ascertaining such value all vacant lots or lands shall be taken to be of the annual value at which such lots or lands could be let upon ground rent, or at the interest of the price at which they would sell for cash and without sacrifice; and if occupied and yielding rent or income, then as of the annual value of such rent or income, or of the valuation as vacant ground, in the manner aforesaid, whichever shall be of the greater amount; but no edifice used for worship, education or an hospital, or the unproductive ground contained within the curtilage of such building, shall be included in such valuation: Provided, that no bona fide purchaser, for a valuable consideration, shall take a defeasible title by reason of the grantors having held property in excess of the limit aforesaid: And provided, That any property now held as aforesaid, in excess of such value, shall not be hereby invalidated or prejudiced in title or otherwise.

Act of April 22, 1889, P. L. 42, amending Section 8, of Act of April 26, 1855, P. L. 331.

Unamended portion of Section 8, Act April 26, 1855, P. L. 331.

Section 4. All corporations within the Commonwealth of Pennsylvania, incorporated for purposes not for profit, under any general or special law of the Commonwealth, or which may hereafter be incorporated under the authority of the same, have, and shall have, the right to own, hold, use, and enjoy real estate, within this Commonwealth, of the clear yearly rental value or income of fifty thousand dollars, any limitation contained in the charters of such corporations to the contrary notwithstanding.

Act of May 15, 1913, P. L. 214.

Section 5. It shall be the duty of the court in granting a charter of incorporation for any purpose, to limit the yearly income of such corporation, other than from real estate, to such sum as in the opinion of the court will not be injurious or prejudicial to the community.

Section 3, Act of February 20, 1854, P. L. 90.

Section 6. It shall be lawful for any corporation formed for a religious, educational, literary, scientific or charitable purpose to file its petition in the court of common pleas of the county where the principal office or place of business of such corporation is located, setting forth that the amount of property, real and personal, which said corporation by law is authorized to hold, is insufficient to enable it to fully and properly accomplish the religious, educational, literary, scientific or charitable work or purpose for which it was

formed, and thereupon it shall be the duty of the court to which said petition is presented to make inquiry into the truth of the matters alleged in the petition, and if, upon such inquiry, the court is satisfied of the truth of the matters so alleged, and that the prayer of the petition can be allowed without injury to the public welfare, then it shall be lawful for the court to enter a decree extending and defining the amount of property, real and personal, which such corporation shall be permitted to hold.

Act June 6, 1893, P. L. 324.

Section 7. All corporations of the first class shall have authority, if a majority of their members shall so ordain, to issue capital stock to an amount not exceeding two hundred and fifty thousand dollars, in shares of the par value of fifty dollars. Said powers shall vest upon the recording of the minute authorizing said issue in the county in which the corporation was created, and filing an exemplification thereof with the Secretary of the Commonwealth. Thereafter such corporations shall be subject to the same taxation as corporations for profit.

Section 1, Act of June 25, 1895, P. L. 310.

Section 8. The by-laws of every corporation of the first class, shall be deemed and taken to be its law, subordinate to this statute, the charter of the same, the Constitution and laws of this Commonwealth and the Constitution of the United States. They shall be made by the stockholders or members of the corporation, at a general meeting called for that purpose, unless the charter prescribes another body, or a different mode. They shall prescribe the time and place of meeting of the corporation, the powers and duties of its officials, and such other matters as may be pertinent and necessary for the business to be transacted, and may contain penalties for the breach thereof, not exceeding twenty dollars.

Section 5, Act of April 29, 1874, (P. L. 77), re-enacted by Act of May 14, 1891, (P. L. 61).

Section 9. When corporations of the first class, including all such corporations now in existence, and academies, colleges and universities, shall be desirous of improving, amending or altering the articles and conditions of their charters, it shall and may be lawful for such corporations, respectively, in like manner to specify the improvements, amendments or alterations which are or shall be desired, and exhibit the same to the court of common pleas of the proper county in which said corporation is situated as aforesaid, where, if said court shall be of opinion such alterations are or will be lawful and beneficial, and do not conflict with the requirements of the statute to which this is a supplement or of the Constitution, it shall be the

duty of said court to direct notice to be given, as provided in the eighth section of article one of chapter two of this act, of such application, and after decree made and such amendments are recorded the same shall be deemed and taken to be a part of the charter of the said corporation, and if any two or more such corporations shall desire to consolidate and merge with each other, or one or more within the other, upon application to the court of Common Pleas of the county in which the corporation is situated, into which the one or more desire to merge or become consolidated with the same, proceedings shall take place as are required on an application to amend; and upon decree being made by said court, and the same being recorded in said county, upon the terms specified in said application, the said corporations, with all their rights, privileges, franchises, powers and liabilities, shall merge and be consolidated into, by the name, style and title given to the same in such decree, and upon the terms, limitations and with the powers stated and conferred in said application and decree.

Section 42, Act April 29, 1874, P. L. 106, as amended by Act of April 17, 1876, P. L. 30, Sec. 12. All after the first semicolon is added by the said Act of 1876.

Section 10. The several courts of common pleas may change the name, style and title of any corporation of the first class within their respective counties with the same proceedings and in the same manner as they are herein authorized to impose, amend or alter the charters of such corporations.

Section 3, Act of May 2, 1899, P. L. 160.

Section 11. No corporation other than such as shall have been incorporated under the laws of this State, nor shall any foreign government, potentate or power, hereafter acquire and hold any real estate within this Commonwealth directly, in the corporate name, or by or through any trustee or other devise whatsoever, unless specially authorized to hold such property by the laws of this Commonwealth: Provided, That the residence without the limits of this State of a portion of the members of any religious, literary, charitable or beneficial society or association, otherwise qualified to hold real or personal estate within this State shall not incapacitate such society or association from taking and holding such property, not exceeding the value limited by law.

Section 5, Act of April 26, 1855, P. L. 328.

Section 12. In all cases of hospitals, schools, charitable, literary and religious institutions of all kinds, prohibited by their respective charters or by law from holding real estate, or limited as to the

amount thereof, the said prohibition or limitation shall not be taken to extend to purchases made by corporations such as aforesaid, at sheriffs,' masters' or marshals' sales of real estate, on which the party purchasing may hold a mortgage, judgment or groundrent, when such purchases are made to protect their respective interests; and deeds made to them respectively as such purchasers, by sheriffs, masters or marshals making the sales, shall convey to the said purchasers respectively a good and indefeasible title to any and all real estate so purchased, as if no prohibition or limitation as to the purchase of real estate existed in their respective charters or in the law. All real estate bought by any corporation such as aforesaid, under the provisions of this section, in excess of the quantity they are allowed by law, or their respective charters, to hold, shall be sold by said corporations, either on ground-rent or otherwise, within ten years from the purchase so made as aforesaid.

Section 1, Act of May 13, 1879, P. L. 60.

Section 13. In the case of hospitals, schools and charitable institutions of all kinds, prohibited by their respective charters from holding real estate, or limited as to the amount thereof, the said prohibition or limitation shall not be taken to extend to ground-rents, given, devised or purchased by said institutions respectively; but all ground-rents so given, devised or purchased by said institutions, or any of them, shall and may be held by them with the like effect as if no such prohibition as to real estate existed in their respective charters, anything in their respective charters to the contrary notwithstanding. Provided, That nothing herein contained shall be construed to enlarge or extend the amount of income which the said institutions respectively are, by their respective charters, authorized to have and hold.

Section 1, Act of May 8, 1876, P. L. 143.

Section 14. It shall and may be lawful for any corporation incorporated under the laws of this State, or of any other state of the United States, to take, have and hold real estate heretofore given or devised, or hereafter given or devised to such corporation to be used for any religious or charitable purposes: Provided, That nothing herein contained shall be taken to relieve such real estate from being taxed in like manner with other real estate within this Commonwealth: And provided further, That all real estate held under the provisions of this act, shall be sold by such corporations within five years from the time the right of possession shall accrue to such corporation.

Section 1, Act of June 8, 1891, P. L. 211.

Section 15. It shall be lawful to insert in the charter of any corporation of the first class, or in any amendment thereto, a provision that the directors, managers, trustees, vestrymen or other governing body of such corporation may be so elected that but one-half, one-third or one-fourth of the whole number thereof shall be elected each year.

Act of May 23, 1887, P. L. 165.

Section 16. The provisions of sections two, three, four, five, six, seven, eight, twelve, thirteen and fourteen of article two, chapter three shall apply to corporations of the first class equally with corporations of the second class.

(COMP.)

CHAPTER II.

ARTICLE III.

ACADEMIES, UNIVERSITIES, ETC.

Section 1. All institutions of learning hereafter to be incorporated as colleges, universities or theological seminaries with power to confer degrees in art, pure and applied science, philosophy, literature, law, medicine and theology, or any of them, shall be incorporated in a manner hereinafter set forth, with general power as follows:

First. To have succession by their corporate names for the period limited by their charters, and when no period is limited thereby, or by this act, perpetually, subject to the power of the General Assembly, under the Constitution of this Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal and alter the same at pleasure.

Fourth. To hold, purchase and transfer such real and personal property as the purposes of the corporation require, not exceeding the amount limited by its charter or by law.

Fifth. To appoint and remove such subordinate officers and agents as the business of the corporation requires, and to allow them suitable compensation.

Sixth. To make by-laws, not inconsistent with law, for the management of their property and the regulation of its affairs.

Seventh. To enter into any obligation necessary to the transaction of their ordinary affairs.

Section 1, Act June 26, 1895, P. L. 327.

Section 2. Whenever five or more persons, three of whom at least are citizens of this Commonwealth, shall voluntarily associate themselves together for the purpose of obtaining a charter of incorporation as a college, university or theological seminary with power to confer degrees as aforesaid, they shall prepare a certificate of such intended incorporation which shall set forth:

I. The name of the corporation.

II. The purpose for which it is formed.

III. The place or places where its business is to be transacted.

IV. The term for which it is to exist.

V. The names and residences of the subscribers.

VI. The number of its directors, trustees or managers, and the places of residence of those who are chosen as such for the first year.

VII. The amount of assets in the possession of said subscribers which are to be devoted to the purpose of establishing and conducting said college or university.

VIII. The minimum number of persons whom it is intended to regularly employ as members of the faculty of said corporation.

IX. A brief statement of the requirements for admission and of the course of study to be pursued in said institution.

Section 2, Act June 26, 1895, P. L. 327.

Section 3. Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation, printed in the proper county, for three weeks, setting forth briefly the character and object of the corporation to be formed and the intention to make application therefor.

Section 3, Act June 26, 1895, P. L. 327.

Section 4. Said certificate of incorporation shall be acknowledged by at least three of said subscribers, and before the recorder of deeds, et cetera, of the county in which the business of the corporation is to be transacted, to be their act and deed and for the purposes therein contained, and the same having been duly certified under the hand and official seal of said recorder of deeds, et cetera, shall be presented to any law judge of a court of Common Pleas of said county, accompanied by the proof of publication of the notice of such application, who is hereby required to peruse and examine said instruments, and, if the same be found to be in proper form and within the purposes of

this article and shall appear lawful and not injurious to the community, he shall endorse thereon these facts and shall thereupon direct the prothonotary or clerk of said court to transmit to the Superintendent of Public Instruction of the Commonwealth a certified copy of said certificate of incorporation, together with the said endorsements thereon.

Section 4, Act June 26, 1895, P. L. 327.

Section 5. No charter for such corporation, with power to confer degrees as aforesaid, shall be granted until the merits of the application, from an educational standpoint, shall be passed upon by a board to be styled the "College and University Council," which shall consist of twelve members, namely, the Governor, the Attorney General and the Superintendent of Public Instruction, who shall be members ex-officio, three persons selected from the presiding officers of undenominational colleges or universities of this Commonwealth, three persons selected from the presiding officers of denominational colleges or universities of this Commonwealth, and three persons holding official relationship to common schools of the State. Those who are not ex-officio members shall be appointed by the Governor, with the advice and consent of the Senate, for a term of four years.

Section 5, Act June 26, 1895, P. L. 327.

Section 6. No institution shall be chartered with the power to confer degrees, unless it has assets amounting to five hundred thousand dollars invested in buildings, apparatus and endowments for the exclusive purpose of promoting instruction, and unless the faculty consists of at least six regular professors who devote all their time to the instruction of its college or university classes, nor shall any baccalaureate degree in art, science, philosophy or literature be conferred upon any student who has not completed a college or university course covering four years. The standard of admission to these four year courses or to advanced classes in these courses shall be subject to the approval of said council.

Section 6, Act June 26, 1895, P. L. 327.

Section 7. Upon the receipt of said certified copy or certificate of incorporation as hereinbefore provided, the said Superintendent of Public Instruction shall, within sixty days thereafter, cause said "College and University Council" to be convened at such time and place as he may designate, and said council shall thereupon hear and consider said application, and if the course of instruction and standard of admission to said institution and the composition of the faculty shall appear to said council to be sufficient, and the educational needs of the particular locality in which the proposed institution is to be situated and of the Commonwealth at large are likely to be met

by the granting of said application, the said council shall thereupon cause to be endorsed on said application or certificate its findings and its approval of the same, together with a recommendation to the law judge or court before whom the same was originally presented that the same be granted. If, in the judgment of the council, the said application should not be granted, it shall endorse thereon its findings and its disapproval of the same with a recommendation that said application be refused. The said certified copy of said certificate shall, with the endorsements thereon, thereupon be returned to the said law judge or court, who, in finally passing upon the application, shall be guided in his decree by the finding of the College and University Council. In case the law judge, after giving his consideration to the findings of said council, shall be satisfied with the propriety of the application in view of all the facts, he shall approve the same and order and decree that, upon the recording of said certificate with the recommendation of said council and a copy of said order of court in the recorder's office aforesaid, the subscribers thereto and their associates and successors shall be a corporation for the purpose and upon the terms therein stated, and thenceforth the persons named therein and subscribing the same, and their associates and successors shall be a corporation by the name therein given. In case of the disapproval of said application by the council aforesaid the proposed charter shall not be granted.

Section 7, Act June 26, 1895, P. L. 327.

Section 8. In the transaction of business of said "College and University Council" the concurrence of a majority of the members thereof shall be required.

Section 8, Act June 26, 1895, P. L. 327.

Section 9. All institutions chartered under this act shall be subject to visitation and inspection by representatives of the council, and if any one of them shall fail to keep up the required standard the court shall, upon the recommendation of the council, revoke the power to confer degrees.

Section 9, Act June 26, 1895, P. L. 327.

Section 10. The council shall meet regularly on the first Tuesday of October preceding the biennial session of the Legislature, and shall submit to that body a biennial report upon higher education in Pennsylvania; said report to be printed in connection with the report of the Superintendent of Public Instruction.

Section 10, Act June 26, 1895, P. L. 327.

Section 11. Any college, university or theological seminary, heretofore incorporated under the laws of this Commonwealth, may apply to any law judge of any court of Common Pleas of the county in which the business of such corporation is transacted for amendments to its charter, enabling it to confer degrees in like manner as institutions originally incorporated under this act, and in the application therefor it shall follow the requirements of this article in respect of applications for original charters or incorporation and the methods of procedure prescribed therefor. Such applications for amendments shall be acted upon by the same authorities and in the same manner as provided in this article for the original incorporation of colleges, universities and theological seminaries. No such amendment shall be granted, however, unless the institution applying therefor shall bring itself within the provisions of this article as fully as is required in the granting of original charters under this article.

Section 11, Act June 26, 1895, P. L. 327.

Section 12. When a college or theological seminary has heretofore been incorporated by special act of Assembly, it may obtain the power to confer degrees from the court as above set forth, provided it has invested funds amounting to one hundred thousand dollars at the time of the passage of this act. This article furthermore shall not impair the authority of colleges heretofore incorporated by such courts of Common Pleas with power to confer degrees in cases where such institutions have property or capital, at the time of the passage of this amendment, of at least one hundred thousand dollars, and which shall, within three months after the passage of this amendment, file with the Superintendent of Public Instruction of this Commonwealth a sworn statement that the assets held by them individually for the purpose of promoting education in the higher branches of human learning amount to the sum of one hundred thousand dollars, nor shall this act impair the authority of universities similarly incorporated by the courts with power to confer degrees in cases where such institutions possess property at the time of the passage of this act amounting to the sum of five hundred thousand dollars, and which shall, within three months from the passage of this act, file with the Superintendent of Public Instruction of this Commonwealth, a sworn statement that the assets held by them individually for the purpose of promoting instruction in the higher branches of human learning amount to the sum of five hundred thousand dollars; none of the provisions of this act, however, shall be construed as applying to institutions possessing capital stock and established for purposes of private profit or gain.

Act of May 7, 1901, P. L. 18, amending Sec. 12, Act June 26, 1895, P. L. 327.

(COMP.)

CHAPTER II.

ARTICLE IV.

AGRICULTURAL AND HORTICULTURAL SOCIETIES.

Section 1. The board of managers or executive committee, of any agricultural or horticultural society of this State, is hereby authorized to appoint as many citizens of this State, policemen, as shall be necessary for their exhibitions, whose duty it shall be to preserve order within and around the grounds of said society; protect their property within said grounds; to eject all persons who shall be improperly within the grounds of said society, or who shall be guilty of disorderly conduct, or who shall neglect or refuse to pay the fee or observe the rules prescribed by said society; said policemen shall have the same power, the time said exhibition shall continue, that a constable may have by law, in serving criminal process, and making arrests, and in addition, may arrest any person for the commission of any offense, mentioned in section two.

Section 1, Act April 26, 1883, P. L. 14.

Section 2. Any person, who shall willfully injure or destroy the property of exhibitors, visitors or lessees, on the fair grounds, or shall hinder or obstruct the officers and police in their duties, shall be deemed guilty of a misdemeanor, and upon conviction shall be subject to a fine not less than one, nor more than twenty-five dollars, or imprisonment not exceeding thirty days, at the discretion of the court before whom the offender may be tried.

Section 2, Act April 26, 1883, P. L. 14.

(COMP.)

CHAPTER II.

ARTICLE V.

BENEFICIAL ASSOCIATIONS.

Section 1. Any fifteen or more persons, nine of whom shall be citizens and residents of this Commonwealth, having associated them-

selves as a secret fraternal beneficial society, order or association, may be incorporated under the provisions of this chapter, and when so incorporated the said corporation shall have the following powers:

First. To have succession by its corporate name perpetually, subject to the power of the General Assembly under the Constitution of this Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal and alter the same at pleasure.

Fourth. To be capable of taking, receiving, purchasing, holding and transferring real and personal property for the purpose of its incorporation and for no other purpose.

Fifth. To elect, appoint and remove the officers and agents for the management of its business and carrying out its objects and to allow them a suitable compensation.

Sixth. To make a constitution and general laws for the management of its affairs, not inconsistent with the Constitution and laws of this State, and to alter and amend the same when necessary. When so made, altered or amended, the said constitution and general laws shall be the law governing such society, order or association and its officers, subordinate lodges, councils or bodies and the members in their relations to such society, order or association in all their acts.

Seventh. To provide in the constitution and general laws for the payment to its members of sick, disability or death claims in such amounts as may be authorized and directed by said constitution and general laws. And also to provide for the payment in not less than five years, to members whose beneficiary or distribution period may then expire, of such sum not exceeding the maximum amount named in the beneficiary certificates as the constitution and general laws in force at the expiration of said period may authorize and direct.

Eighth. To collect from its members by admission fees, dues and assessments the funds necessary to carry on its operations and provide for the payment of its benefits, which assessments shall be made in manner and form as provided by its constitution and general laws.

Ninth. To carry on its operations through supreme and subordinate bodies or lodges and to issue beneficiary or relief certificates in accordance with its constitution and general laws.

Tenth. To enter into any obligation necessary for the transaction of its affairs.

Section 1, Act April 6, 1893, P. L. 10.

Section 2. The charter of such intended corporation shall be subscribed by five or more persons, citizens of this Commonwealth and shall set forth:

First. The name of the corporation.

Second. The purpose for which it is formed.

Third. The place where its principal office is to be located.

Fourth. The names and residences of the subscribers.

Fifth. The number and names of its officers with the term or terms of years for which they have been chosen, and also the names of not less than six directors, managers or members of an executive committee who, together with the president of the society, order or association, shall form a board of directors, managers or executive committee, with the term or terms of years for which each is to serve.

Section 2, Act April 6, 1893, P. L. 10.

Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation printed in the proper county for three weeks, setting forth briefly the character and object of the corporation to be formed and the intention to make application therefor.

Section 3, Act April 6, 1893, P. L. 10.

Section 3. The said certificates of incorporation shall be acknowledged by at least five of those who subscribed to them, before any officer authorized to take the acknowledgements of deeds in the Commonwealth of Pennsylvania, to be their act and deed, and the same being duly certified under the hand and official seal of the said officer shall be presented to a law judge of the county in which the principal office of the corporation is located, accompanied by proof of the publication of the notice of such application, who is hereby authorized to peruse and examine said instrument, and if the same shall be found to be in the proper form and within the purposes named in this act he shall endorse thereon these facts, and shall order and decree thereon that the charter is approved and that upon the recording of the said charter and order the subscribers thereto and their associates shall be a corporation for the purposes and upon the terms therein stated, and said order and charter shall be recorded in the office for the recording of deeds in and for the county aforesaid and from thenceforth the persons name therein and subscribing the same and their associates and successors shall be a corporation by the name therein given.

Section 4, Act of April 6, 1893, P. L. 10.

Section 4. No secret fraternal beneficial society, order or association shall engage in business until at least twenty-five persons have subscribed in writing to be beneficiary members therein in the aggregate amount of at least five thousand dollars, and have each paid in one full assessment in cash amounting in the aggregate to at least

one per centum of the amount in which they are beneficiary, nor until a certificate signed and sworn to by three of the highest officers of the corporation has been filed with the Insurance Commissioner stating that the requirements of this section have been complied with.

Section 4, Act of April 6, 1893, P. L. 10.

Section 5. Every such fraternal society, order or association incorporated under or accepting the provisions of this act shall, on or before the first day of March of each year, make and file with the Insurance Commissioner a report of its affairs and operations during the year ending on the thirty-first day of December immediately preceding; such report shall be upon blank forms to be provided by the Insurance Commissioner and shall be verified under oath by the duly authorized officers of such society, order or association and shall be in lieu of all other reports required by any other law; the said report shall contain answers to the following questions:

First. Number of members admitted during the year and number of beneficiary certificates issued.

Second. Amount of benefits named in said certificates.

Third. Number of benefit liabilities incurred during the year.

Fourth. Number of benefit liabilities paid during the year.

Fifth. The amount received from each assessment during the year and the number of assessments levied.

Sixth. Total amount paid members, beneficiaries, legal representatives or heirs.

Seventh. Number and kind of claims compromised or resisted and brief statement of reasons.

Eighth. Does the corporation charge annual or other periodical dues or admission fees.

Ninth. Total amount of salaries paid to officers.

Tenth. Has the society a reserve fund.

Eleventh. If so, how is it created and for what purpose, the amount thereof and how invested.

Twelfth. If the custody and investment of said reserve fund is entrusted to any trust companies or corporations in the Commonwealth of Pennsylvania, state the name of said corporation or corporations, the capital stock of the same, the amount of capital stock paid in, the surplus, if any, and the place of business of said corporation or corporations.

Thirteenth. If the custody and investment of said reserve fund is entrusted to any of the officers of the said secret fraternal beneficial society give the names and residences of the said officers, the names and residences of their sureties, the amount of their bonds and the place or person with whom the said bonds are deposited.

Fourteenth. State the amount of said reserve fund.

Fifteenth. Number of certificates of membership lapsed during the year.

Sixteenth. Number in force at beginning and end of year.

Seventeenth. Date of organization and incorporation and county where incorporated.

All such societies, orders or associations, together with their books, papers and vouchers, shall be subject to visitation and inspection by the Insurance Commissioner or such person or persons as he may at any time designate. Any such society, order or association refusing or neglecting to make such report to the Insurance Commissioner may, upon the suit of the Commonwealth, be enjoined by the court of Common Pleas of Dauphin county from carrying on any business until such report shall be made.

Section 5, Act of April 6, 1893, P. L. 10.

Section 6. Every officer of any corporation accepting the provisions of or doing business under this article shall give bond with sufficient surety for the faithful performance of his duties, and for the safe custody of the moneys and securities and other property which may be in his possession and control, which bond shall be for such amount as the board of directors, managers, executive committee or supreme governing body may require: Provided, however, That when the reserve funds of any corporation organized hereunder or accepting the provisions hereof are deposited for investment with any trust companies or financial corporations, chartered by the Commonwealth of Pennsylvania, the officers of said corporation so depositing its reserve funds need not be bonded for any of the moneys or securities in the custody or possession of said trust company or financial corporations. The Insurance Commissioner shall have the power and authority at all times to examine said bonds at the place of business of the corporation, and there to inquire of and receive answers from the officers of the corporation as to their knowledge of the financial standing of the surety or sureties on any of said bonds.

Section 6, Act of April 6, 1893, P. L. 10.

Section 7. Any beneficial society, order or association heretofore incorporated under any act of the General Assembly of the Commonwealth of Pennsylvania for beneficial or protective purposes to its members from funds collected therein, and which has been carrying on the operations of a secret fraternal society, order or association, and any unincorporated society, order or association which has been carrying on said operations, shall have and enjoy the rights and privileges conferred by this article, upon filing with the Insurance

Commissioner a certificate or declaration signed by its supreme officers accepting the provisions of this article and agreeing to abide by all the requirements herein made: Provided, however, That nothing in this article shall apply to any incorporated or unincorporated fraternal beneficial society not accepting the provisions hereof or be so construed as to compel any such society to accept its provisions or become incorporated thereunder.

Section 7, Act of April 6, 1893, P. L. 10.

Section 8. It shall be lawful for any corporation, society or voluntary association, now or hereafter formed or organized, and carried on for the sole benefit of its members and their beneficiaries, and not for profit, to have and create subordinate lodges, with ritualistic form of work and a representative form of government, and to issue certificates of membership, make provision for the payment of benefits in case of sickness, disability, or death of its members, subject to their compliance with its constitution and laws, in which the fund from which the payment of such benefits shall be made and the expenses of such association shall be defrayed, shall be derived from assessments or dues collected from its members, and in which the payment of death benefits shall be to families, heirs, blood relative, affianced husband or affianced wife of, or to persons dependent upon, the member: Provided, That if after the issuance of the original certificate the member shall become dependent upon an incorporated charitable institution, he shall have the privilege, with the consent of the society, to make such institution his beneficiary.

Act of May 15, 1913, P. L. 207, amending Section 1 of the Act of April 6, 1893, P. L. 7.

Section 9. Such corporation, society or voluntary association now existing, or hereafter formed or organized, shall be and is hereby declared to be a fraternal beneficial society and shall be governed by sections eight, nine, ten, eleven and twelve of this article, and shall be exempt from the provisions of insurance laws of this State, and no law hereafter passed shall be applied to them unless they be expressly designated therein. All funds of such fraternal beneficial societies shall be exempt from the tax on money at interest.

Section 1, Act April 6, 1893, P. L. 7.

Section 10. Within sixty days after the passage of this act all supreme or grand or other bodies which may be known to constitute the head of any fraternal beneficial society doing business within this Commonwealth, as provided in the eighth section of this article, shall file through its proper officers or representatives with the Insurance

Commissioner a copy of their constitution and general laws, and annually any alterations, changes or amendments, whose duty it shall be to register them without charge in the Insurance Department as fraternal beneficial societies, and when so registered they shall be exempt from any and all fees and taxes imposed by existing laws upon insurance companies reporting to said department.

Section 2, Act April 6, 1893, P. L. 7.

Section 11. The executive officers of each such supreme or grand lodge of any fraternal beneficial society doing business in this Commonwealth shall, on or before the first day of March of each year, make a report under oath on a blank to be provided by the Insurance Commissioner, which report shall be printed as a part of his annual report of the operations of said society in this Commonwealth for the preceding fiscal year ending December thirty-first in form as follows:

I.

Name of the society or association, with its principal office or place of business.

II.

Income.

- First. Annual dues.
- Second. Assessments.
- Third. All other sources.
- Fourth. Total income during the year.

III.

Expenditures.

- First. Losses and claims paid.
- Second. Salary and other compensations of officers.
- Third. Rent.
- Fourth. Office expenses.
- Fifth. All other expenditures.

IV.

Assets.

- First. Real estate.
- Second. Loans on mortgages.
- Third. Bonds and stock owned absolutely.
- Fourth. Cash in office or bank.
- Fifth. Due from members on assessments called or pending collection.
- Sixth. All other assets (stating character).

V.

Liabilities.

- First. Losses and claims unpaid.
- Second. Salaries due and unpaid.
- Third. Borrowed money.
- Fourth. All other liabilities (stating character).

VI.

Exhibit of Membership.

- First. Total members in good standing December thirty-first, one thousand———hundred and———. Number.
- Second. Total number of members received by initiation or re-admission during the year. Number.
- Third. Total. Number.
- Fourth. Deduct members retiring by withdrawal or suspension during the year. Number.
- Fifth. Deduct members who have died during the year. Number.
- Sixth. Total number in good standing December thirty-first, one thousand———hundred and———. Number.

Section 3, Act April 6, 1893, P. L. 7.

Section 12. Any fraternal beneficial society failing to register as required by section ten of this article, or to make the report required by section eleven of this article, shall be prohibited from doing business in this State, and the officers of societies violating these requirements shall be deemed guilty of a misdemeanor and upon conviction shall be fined not exceeding one hundred dollars for each offense: Provided always, That nothing in sections eight to twelve inclusive of this article shall give the insurance commissioner any supervision or authority in any matter or thing whatsoever pertaining to the business of any fraternal society as prescribed in sections eight and nine of this article, other than is expressly provided for in the tenth and eleventh sections hereof: And provided further, That all beneficial and relief associations formed by churches, societies, classes, firms or corporations with or without ritualistic form of work, the privileges and membership in which are confined to the membership in which are confined to the members of such churches, societies or classes and to the members and employes of such firms or corporations, shall be exempt from the provisions of sections eight to twelve inclusive of this article: And provided further, That said sections eight to twelve inclusive of this article shall not apply to any

secret fraternal beneficial society, order or association which has for one of its objects the payment of a sum not exceeding a certain amount at the expiration of a fixed period.

Section 4, Act April 6, 1893, P. L. 7.

Section 13. It shall be lawful for any corporation incorporated under the provisions of the ninth paragraph of section two of an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, namely: "The maintenance of a society for beneficial or protective purposes to its members from funds collected therein," to pay, and to enter into contracts to pay, to each member thereof, money or benefits not exceeding ten dollars per week in the event of sickness, accident or disability, or to pay not exceeding the sum of two hundred and fifty dollars in the event of death, or to pay money or benefits in the event of any or all of such contingencies: Provided, That the provisions of this section shall not apply to fraternal, benevolent, charitable or secret societies issuing beneficiary certificates, or paying benefits to their membership through the lodge system, or to insurance or relief associations formed by or for the exclusive benefit of employes of corporations or firms, or formed by or for the exclusive benefit of members of any religious corporation or association, but shall only apply to companies employing agents and doing a general public insurance business.

Act of May 23, 1891, P. L. 107.

Section 14. Any benefit certificate or certificates now or hereafter issued by any corporation, society or voluntary association, now or hereafter formed or organized and carried on for the sole benefit of its members and their beneficiaries and not for profit, when any person or persons shall have been designated by the members as his beneficiary or beneficiaries shall die prior to the death of the member, without any new designation and no provision is made by the laws of the society as to who shall take the share designated to go to such deceased beneficiary or beneficiaries, in all such cases the amount or share designated to be paid to such deceased beneficiary or beneficiaries, shall be payable to the widow and children of such deceased member, if any, share and share alike, and in case none shall be living, then to such other relative of such deceased member, and in such proportions as they are entitled to receive under a distribution of the personal estate by the laws of the domicile of such member.

Act of May 24, 1893, P. L. 126.

Section 15. Minors, who have attained the age of eighteen years, may make all needful contracts to become members of fraternal and beneficial societies lawfully organized and doing business under the laws of this Commonwealth.

Act of June 24, 1897, P. L. 204.

Section 16. Members of lodges of the order of Odd Fellows, Knights of Pythias and other organizations paying periodical or funeral benefits, shall not be individually liable for the payment of periodical or funeral benefits or other liabilities of the lodge or other organization but that the same shall be payable only out of the treasury of such lodges or organizations: Provided, That the provisions of this act shall only apply to unincorporated associations: And provided further, That this act shall not apply to any liability heretofore incurred.

Act of April 28, 1876, P. L. 53. This act is constitutional.
Sparks v. Husted, et al., 5 D. R., 189 (1896).

Section 17. Any fraternal, beneficial or relief society, as defined under the provisions of Section 8 of this article, now doing or hereafter admitted to do business within this State, and not having its principal office within this State, and not being organized under the laws of this State, shall appoint, in writing, the Commissioner of Insurance or his successor in office to be its true and lawful attorney upon whom all lawful process in any action or proceeding against it may be served, and in such writing shall agree that any lawful process against it which is served on said attorney shall be of the same legal force and validity as if served upon the association, and that the authority shall continue in force so long as any liability remains outstanding in this State. Copies of such certificate certified by said Commissioner of Insurance shall be deemed sufficient evidence thereof, and shall be admitted in evidence with the same force and effect as the original thereof might be admitted. Service upon such attorney shall be deemed sufficient service upon such association. When legal process against any such association is served upon said Commissioner of Insurance he shall immediately notify the association of such service, by letter prepaid and directed to its supreme secretary, or corresponding officer, and shall, within two days after such service, forward in the same manner a copy of the process served on him to such officer: Provided, however, That such process shall be served at least thirty days prior to the return day of the same. The plaintiff in such process so served shall pay to the Commissioner of Insurance at the time of such service a fee of three dollars, which shall be recovered by him as part of the taxable costs if he prevail in the suit. The

Commissioner of Insurance shall keep a record of all processes served upon him, which record shall show the day and hour when such service was made.

Section 1, Act June 25, 1895, P. L. 280.

All such societies now doing business within this State shall comply with the provisions of this section within thirty days from the passage of the same, and all such societies hereafter applying for authority to do business in this State shall comply with its provisions as a condition precedent to doing business in the State.

Section 2, Act June 25, 1895, P. L. 280.

(COMP.)

CHAPTER II.

ARTICLE VI.

CEMETERY COMPANIES.

Section 1. No charter of any burial or cemetery company, either of first or second class of corporations, shall be granted or obtained in this Commonwealth; and it shall be the duty of any court of this Commonwealth, or any judge thereof, or the Governor of this Commonwealth, to refuse to approve of such charter or proposed charter, unless the said charter or proposed charter shall set forth a provision, clearly and fully, that a sum equal to at least one-tenth of the gross amount of the funds arising from the sale of lots in said burial-ground or cemetery shall be set apart for the perpetual care and preservation of the grounds, and the repair and renewal of the buildings and property of said burial or cemetery company; which fund, so set apart by the directors or managers of said burial or cemetery company, shall be invested by them, in trust, for the uses and purposes of said trust, and the income arising therefrom to be applied by them to the purposes aforesaid. The directors or managers shall, in one year after the incorporation of any cemetery or burial-ground, and annually thereafter, file with the clerk of courts of the county in which said cemetery or burial ground is situate, a bond with sufficient sureties, to be approved by the court of quar-

ter sessions, for the faithful performance of the trust herein imposed, for perpetual care and preservation of grounds and property; such bond to be in the full amount of the trust investment at the time said bond is approved, as afore provided

Section 1, Act of March 18, 1909, P. L. 41.

Section 2. When the title, control, and management of any burial-ground is vested by deed, dedication, or otherwise, in a borough, it shall be lawful for the council of such borough, upon the petition of ten lot owners in said burial-ground, to transfer said burial-ground, and the control of the management thereof, to an incorporated cemetery company.

Section 1, Act of April 23, 1909, P. L. 155.

Upon the presentation to said council of the petition of ten lot owners, the council of said borough may pass an ordinance declaring, that upon the acceptance of the provisions of said ordinance by the incorporated cemetery company, to whom the transfer is requested by said petition, in writing, filed with the borough clerk, the title, management, and control shall thereupon vest in said incorporated cemetery company.

Section 2, Act of April 23, 1909, P. L. 155.

When such acceptance (by said incorporated cemetery company) is filed with the borough clerk, (as herein provided for), he shall thereupon record the same in the book provided for the recording of the ordinances of said borough, and a copy of the record of said ordinance and the acceptance thereof, certified to by the burgess and clerk of said borough, shall thereupon be recorded in the office of the recorder of deeds of the proper county, in the same manner as is now provided for the recording of deeds.

Section 3, Act of April 23, 1909, P. L. 155.

Section 3. Any cemetery company (which is now or may hereafter be incorporated in this State) whose places of burial are not used for the purposes of corporate profit, may take and hold any grant, donation, or bequest of property upon trust to apply the same, or the income thereof, under the direction of the board of managers, for the embellishment of the said cemetery, or for the erection, repair, preservation or renewal of any tomb, monument or gravestone, fence, railing or other erection, or for the planting and cultivation of trees, shrubs, flowers or plants, in or around any cemetery lot, or for

improving the said premises in any other manner or form consistent with the design and purpose of the act of incorporation, according to the terms of such grant, donation or bequest.

Section 1, Act of May 14, 1874, P. L. 165.

Section 4. All grants, donations or bequests of money, which shall be made in accordance with the provisions of the foregoing section, the annual income of which only is directed by the terms of such grant, donation or bequest to be applied to any of the purposes set forth in said section, shall be invested by said board of managers, either in ground rents, mortgages upon otherwise unincumbered real estate, or the stocks or loans of this Commonwealth or of the United States; and the said managers shall not be responsible for their conduct of such trust, except for good faith and such reasonable diligence as may be required of mere gratuitous agents. The said managers shall in no case be obliged to make any separate investment of any sum so given, and the average income derived from all funds of the like nature entrusted to the corporation shall be divided and apportioned annually to the credit of said lot or parcel of lots entitled thereto, and the same be expended in accordance with the direction of intention of the donor or grantor.

Section 2, Act of May 14, 1874, P. L. 165.

Section 5. Any duly incorporated burial or cemetery company may accept from any person or persons, by the terms of any deed, will or otherwise, any gift, devise or bequest in trust for the uses and purposes of keeping in good order and repair the family burial lots, monuments, vaults, tombs, graves and lot improvements, as well as for the planting of flowers, trees or shrubbery, or general decoration with flowers, of any such lots or graves of such grantors or devisors. But this power and authority shall not extend to any other uses or purposes whatever. Such burial or cemetery company, upon receipt of any such gift, devise, or bequest, shall report the same to the court of common pleas of the proper county, and obtain the approval of the court as to the investment of the same, when such gift, devise, or bequest requires a principal sum of money to be held in trust by such company

Act of May 16, 1891, P. L. 88.

Section 6. Upon petition of the managers and officers of any incorporated cemetery company, and a majority of the taxables of the borough to which it is proposed to transfer such cemetery, the said court may authorize the transfer of any cemetery to the borough

authorities of any borough in which such cemetery may be located or adjacent thereto. Such transfer shall be made without cost to such borough and upon such transfer being made such borough authorities shall hold and exercise the power and privilege of such incorporated company, and may purchase lands within or beyond such borough limits, not to exceed thirty acres, for the extension of such cemetery, if the same be deemed necessary, and may raise the means by sale of lots or otherwise, but in no event by taxation, to pay for the same, and perform such other duties as may be deemed necessary in the premises; they may lay out the grounds so purchased, and change or alter the original plot of such cemetery, and may dispose of such grounds in the same manner and for the same purposes as such incorporated company did or could have done; and a deed made by the burgess of such borough shall be of the same validity as the deed of such incorporated company; and the said burgess of any such borough is hereby authorized to make deeds to those who heretofore purchased lots for burial, but have not as yet been furnished with deeds by said cemetery corporations; in changing or altering the plot of any such cemetery, the dead bodies may be removed and re-interred in a suitable place without costs to surviving friends.

Section 3, Act of May 13, 1876, P. L. 159, amending the Act of May 10, 1874, P. L. 208.

Section 7. Whenever any incorporated or unincorporated church, cemetery, or burial association own burial grounds, wholly or in part in any city, township, or borough in this Commonwealth, and by reason of the growth thereof, as well as for sanitary purposes, it is deemed necessary or desirable, in the opinion of the said church, cemetery, or burial association, to change the location thereof; or if, by reason of the opening of streets, roads, or public passages around or through the same, a portion of the property has become angular and partly surrounded by improvements; or if, by reason of the proximity of adjacent property, the interment of the dead may, in the interest of public health, be prohibited in any part or parts of the ground belonging to any incorporated or unincorporated church, cemetery, or burial association aforesaid; or, from other causes, any burial-ground, belonging to or in charge of any incorporated or unincorporated church, cemetery, or burial association, has ceased to be used for interments, and has become so neglected as to become a public nuisance; or that the remains of bodies interred in any such neglected or disused cemetery, in any city, township, or borough, interfere with and hinder the improvements, extensions and general progressive interest of any city, township, or borough,—it shall be

lawful for such incorporated or unincorporated church, cemetery, or burial association, and they are hereby authorized and empowered, to purchase new and more suitable grounds in the vicinity of such city, township or borough, of such extent and area as they deem expedient; or to purchase lots or sections in other properly regulated burial-ground or cemetery in the vicinity of such city, township, or borough, for the burial of the dead; and to purchase from the holders of lots in their own grounds the said lots, whether interments have been made in them or not, and provide for the reinterment of bodies that may be buried in any of the lots so purchased by them. And the board of managers, trustees, or other officials in whom is vested the management of the affairs of such incorporated or unincorporated church, cemetery or burial association, are also hereby authorized and empowered to contract and agree with the owners of the lots in which interments have been made to remove from said lots the dead, to such new locations, upon such terms as may or can be mutually agreed upon. And in case any bodies have been interred in lots in such cemetery or cemeteries, and the owners of the lots in which the interments are made cannot, after diligent search by the board of managers, trustees, or other officials, be found, such bodies may be removed by the aforesaid managing officials to lots in such grounds, so purchased by incorporated or unincorporated church, cemetery, or burial association, or to lots or sections in other properly regulated burial-ground or cemetery in the vicinity of such city, township, or borough, and interred therein. The expense of such removal and interment, enclosures and improvements to be borne by such incorporated or unincorporated church, cemetery, or burial association; and, upon such removal being made, the ground from which the bodies are so removed shall be deemed and considered vacated for burial purposes, and revert to and become the property of such incorporated or unincorporated church, cemetery, or burial association making such removal, and be taken and considered the same as if said lot or lots had never been sold by the said church, cemetery or burial association, for the purpose of interment or any other purpose whatsoever. And in case the holders of lots in which no interments have been made cannot, after diligent search by the managing officials above mentioned, be found, then the managing officials may, in their discretion, assign to said owner parts of the grounds so purchased, equal in value to the said lots the owners of which cannot be found; or assign to such owners lots of equal value in other properly regulated burial-ground or cemetery in the vicinity of such city, township, or borough; or the said managing officials may set apart or hold in trust, for the owners of said lots who cannot be found, a sum of not less than the original price paid for said lots by the owner, and shall hold and securely

keep the said sum, so set apart, for the benefit of the said owners, and pay to them whenever they may call for the same; and thereupon, whenever lots of equal value shall have been set apart, on the books of said incorporated or unincorporated church, cemetery, or burial association, as having been assigned to said owners who cannot be found, in the new and more suitable ground so purchased, or in a properly regulated burial-ground or cemetery in the vicinity of such city, township, or borough; or as soon as the said managing officials shall set apart a sum equal to the price paid for said lots, the owners of which cannot be found, for the benefit of said owners,—then, and in that case, the lots heretofore held by said owners shall revert to and become the property of said incorporated or unincorporated church, cemetery, or burial association, in whose ground the same are located, as if the same had never been sold for the purpose of interment or any other purpose whatsoever; and such incorporated or unincorporated church, cemetery, or burial association is hereby further authorized and empowered to sell and convey in fee simple, and unrestricted as to use, all such portions of their land not used or conveyed by them for burial purposes, or which shall have been reconveyed to them, or which have reverted to or become acquired by them as hereinbefore authorized, and from which all bodies shall have been removed; and to make, grant, and deliver in the customary form a deed or deeds for the same to the purchaser or purchasers, free, clear, and discharged of any use, trust, or limitation whatsoever.

Section 1, Act of June 25, 1913, P. L. 551.

Section 8. Whenever any incorporated or unincorporated church, cemetery, or burial association owns ground, wholly or in part in any city, township, or borough in this Commonwealth, and by reason of the growth thereof, as well as for sanitary purposes, it is deemed necessary or desirable, in the opinion of the said church, cemetery, or burial association, to change the location thereof; or if, by reason of the opening of streets, roads, or public passages around or through the same, a portion of the property has become angular and partly surrounded by improvements; and, by reason of the proximity of adjacent property, the interment of the dead may, in the interest of public health, be prohibited in the ground belonging to any such church, cemetery, or burial association aforesaid; or, from other causes, any burial-ground, belonging to or in charge of any such incorporated or unincorporated church, cemetery, or burial association, has ceased to be used for interments, and has become so neglected as to become a public nuisance; or that the remains of bodies interred in any such neglected or disused cemetery, in any city, township, or borough, interfere with and hinder the improve-

ments, extension, and general progressive interest of any city, township or borough,—then, and in such case, the courts of quarter sessions of the several counties of this Commonwealth, upon petition of the managers, trustees or other officials, in whom is vested the management of the affairs of such incorporated or unincorporated church, cemetery, or burial association, setting forth that, by reason of the growth of said city, township, or borough, it has been necessary to change the location thereof; or that, by reason of the proximity of adjacent property, the interment of the dead in said cemetery or burial-ground, in the interest of public health, has been prohibited; or, from other causes, said burial-ground has ceased to be used for interments, and has become so neglected as to become a public nuisance; or that the remains of bodies therein interfere with and hinder the improvements, extensions, and general progressive interests of any such city, township, or borough, and the public good; and after three weeks' advertisement of hearing in open court, for the purpose, the said court is hereby vested and empowered with full power and authority, after a full hearing of the parties therein, proofs and allegations, to authorize and direct the removal of the remains of all the dead from such cemetery or burial-ground to such other suitable ground as said managers, trustees, or officers may have procured, in the vicinity of such city, township, or borough, for the reinterment of the bodies, or to such lots or sections in a properly regulated burial-ground, or cemetery in the vicinity of such city, borough or township, and to order and decree that the ground of such cemetery be forever vacated for burial purposes.

Section 2, Act of June 25, 1913, P. L. 551.

Section 9. After the removal of the bodies, as provided for in Section two, the said court of quarter sessions may, upon petition of the said managers, trustees, or other officers referred to in said section, and upon being satisfied that the order of the court has been duly complied with, authorize and empower the said managers, trustees, or other officers, in whom is vested the management of such incorporated or unincorporated church, cemetery or burial association, to sell said burial ground at public or private sale, either as a whole or divided into lots, as they may deem most advisable and most likely to realize the most money, and to make, execute, and deliver to the purchaser or purchasers a deed or deeds therefor, which deed or deeds shall vest in said purchaser or purchasers, a perfect and indefeasible fee simple title, free and clear from all claims or interest of said incorporated or unincorporated church,

cemetery, or burial association and of all owner or owners of lot or lots in said burial-ground, the proceeds thereof being substituted in all respects for said ground.

Section 3, Act of June 25, 1913, P. L. 551.

Section 10. The proceeds of such sale or sales shall be applied and distributed by said managers, trustees, or other officers, in whom is vested the management of such incorporated or unincorporated church, cemetery or burial association, as follows: (1) to the payment of the expenses of removing said bodies and the monuments or tombstones erected or maintained in such cemetery, including the purchase of new grounds or new lots in a properly regulated burial-ground or cemetery, in the vicinity of such city, township, or borough; (2) to the compensation or payment to lot owners in said burial-ground, in which no bodies have been interred; and (3) the residue, after defraying all necessary expenses incident to the removal of said bodies and interring the same in a careful manner, to be held in trust for lot owners who cannot be found after diligent search, and for such other uses, objects, and purposes as said incorporated or unincorporated church, cemetery, or burial association may order, direct, and appoint.

Section 4, Act of June 25, 1913, P. L. 551.

(COMP.)

CHAPTER II.

ARTICLE VII.

CHARITABLE ASSOCIATIONS.

Section 1. Whenever any charitable corporation, having more than one hospital building or other place where its operations are carried on, shall desire a division of its corporate entity and property, so that thereafter the charity shall be administered by two or more separate corporations, it shall be lawful for such charitable corporation to present its petition to any court of common pleas of the county in which the principal office of such corporation is situate,

praying for such division; and thereupon such court shall appoint a day for hearing said petition, of which hearing notice shall be given by advertisement, once a week for three successive weeks, in two newspapers of general circulation printed in such county.

Section 1, Act May 1, 1907, P. L. 140.

Section 2. Upon said hearing, it shall be lawful for said court to decree the division of said corporation and of its property and franchises into two or more parts, and that the petitioning corporation shall thereafter consist of two or more corporations, as many as there shall be parts. One of said parts of its property shall be awarded to one of the new corporations, which shall continue under the title of the petitioning corporation, and the other part or parts of said property to the new corporation or corporations, to which said court shall give such title or titles as the petitioning corporation may elect. The court shall fix the number of the directors or trustees of said new corporations, and shall appoint such persons, citizens of Pennsylvania, as the petitioning corporation may nominate, to serve as directors or trustees until the next annual meeting of said corporations. The said new corporation shall be governed by the provisions of the charter of the petitioning corporation, unless the petitioning corporation shall pray for different provisions for the government of the new corporations, in which case it shall be lawful for the court to decree that such new charter provisions shall govern said new corporation; provided, such provisions be lawful and not injurious to the community; and provided also, that no vested rights of contributors or other parties shall be impaired.

Section 2, Act May 1, 1907, P. L. 140.

Section 3. All moneys, securities, and endowments of the petitioning corporation shall be equitably divided amongst the new corporations: Provided always, That no gift or legacy shall be diverted from the purpose of the donor.

Section 3, Act May 1, 1907, P. L. 140.

Section 4. When the reception of any person or persons, or class of the community, or other specific public duty, is enjoined upon said petitioning corporation by any act or acts of Assembly, it shall be lawful for said court by its decree to direct which of said new corporations shall thereafter receive such person or persons, or class of the community, or perform such other public duty; and thereafter it shall be the duty of the new corporation, so charged,

to do and perform the duty as aforesaid, and the other new corporation or corporations shall be released and discharged therefrom.

Section 4, Act May 1, 1907, P. L. 140.

Section 5. It shall be lawful for the court to decree such conveyances, assignments, and transfers of the property and effects of the petitioning corporation as it may deem proper to be made to the new corporation or corporations, and such conveyances, assignments, and transfers shall thereupon be made; and thereupon each of the corporations, so created, shall hold the property as decreed and conveyed to it as its own property, as fully and completely as said petitioning corporation held the same.

Section 5, Act May 1, 1907, P. L. 140.

Section 6. Any corporation or trustees for charitable uses owning any property dedicated to religious or charitable purposes, such as churches, school houses, parsonages, hospitals, almshouses and the like, may, for the purpose of protecting the said property from liability to debt thereafter contracted on the part of the corporation or persons having the control or management of the charity, vest their property in trustees upon trust for the use of the congregation or members of the corporation for the time being as places of worship, or for use as school houses or residence for the minister or pastor of the congregation, or for the maintenance of any charity, and when the trustees shall be so vested by deeds duly recorded, the property thus conveyed, so long as it is used for the purposes above mentioned and is not used for any secular purpose or for a purpose from which profits are derived, shall not be liable to any debts, contracts or engagements of the corporation or congregation thereafter made or entered into, but shall be deemed and taken to be freed therefrom in the same manner and with like effect as if the same had been conveyed or devised to the trustees by a stranger in trust for the uses of the congregation or corporation, but so that the same shall not be liable to their debts, contracts or engagements nor to their control for any purpose other than for the uses of the same as places of worship, or as free schools or schools from which no pecuniary profits are derived, or as a residence for the minister or pastor of the congregation, or for the maintenance of the charitable purpose for which it was dedicated or intended by the donors or contributors.

Section 1, Act of April 10, 1893, P. L. 14.

Section 7. All trustees and officers of corporations having the management of property for charitable uses which is held in trust under the provisions of the last preceding section, contracting debts

or causing them to be contracted in the improvement of the property by building thereon shall be personally liable for the debts thus contracted unless they shall have notified the persons with whom the contract is made that the property is not liable for the debts contracted in building thereon, but there shall be no liability to anyone but to the person with whom a contract is made by the trustees or corporation.

Section 2, Act of April 10, 1893, P. L. 14.

Section 8. No disposition of property heretofore or hereafter made for any religious, charitable, literary or scientific use, shall fail for want of a trustee, or by reason of the objects being indefinite, uncertain or ceasing or depending upon the discretion of a last trustee, or being given in perpetuity or in excess of the annual value hereinbefore limited, but it shall be the duty of any orphans' court or court having equity jurisdiction in the proper county, to supply a trustee, and by its decrees to carry into effect the intent of the donor or testator, so far as the same can be ascertained and carried into effect consistently with law or equity; for which purpose the proceedings shall be instituted by leave of the Attorney General of the Commonwealth, on the relation of any institution, association, corporation not for profit or individual, desirous of carrying such disposition into effect, and willing to become responsible for the costs thereof, subject to an appeal as in other cases in said courts respectively, and to be reviewed, reversed, affirmed or modified by the Supreme Court of this State; but if the objects of the trust be not ascertainable, or have ceased to exist, or such disposition be in excess of the annual value permitted by law, or in perpetuity, such disposition, so far as exceeding the power of the courts to determine the same by the rules of law or equity, shall be taken to have been made subject to be further regulated and disposed of by the Legislature of this Commonwealth, in manner as nearly in conformity with the intent of the donor or testator and the rules of law against perpetuities as practicable, or otherwise to accrue to the public treasury for the public use: Provided, That this act as amended shall not apply to any case which has been adjudicated prior to the adoption of this amendment.

Act of May 23, 1895, P. L. 114, amending Section 10, Act April 26, 1855, P. L. 328. See Act of May 9, 1889, P. L. 173.

Section 9. No general or special law shall be passed, conferring a benefit upon any corporation, unless such corporation shall have previously filed in the office of the Auditor General the acceptance of the provisions of the Constitution.

Section 1, Act May 22, 1878, P. L. 84.

Section 10. Such acceptance may be made by resolution adopted at a regular or called meeting of the directors or trustees or other proper officers of any such corporation, which shall be certified under the seal of the corporation and filed in the office of the Auditor General.

Section 2, Act May 22, 1878, P. L. 84.

Section 11. The Auditor General shall cause a copy of such resolution to be recorded in a book to be kept for such purpose and a transcript of the same under the seal of the office shall be evidence for all purposes.

Section 3, Act May 22, 1878, P. L. 84.

(COMP.)

CHAPTER II.

ARTICLE VIII.

CHURCHES AND OTHER RELIGIOUS CORPORATIONS.

Section 1. Whenever any particular church or religious congregation within this Commonwealth shall be desirous of becoming incorporated as a corporation of the first class, for the purpose of the support of public worship, it shall be lawful for the charter thereof to contain a provision that the said church or congregation acknowledges itself to be a member of and to belong to a specified church or religious denomination, and that as such it accedes to, recognizes and adopts the constitution, canons, or ecclesiastical laws, doctrines, discipline, and worship, of said specified church or religious denomination in the United States, and the constitution and canons, or ecclesiastical laws, of the diocese or district of said church or religious denomination, embracing the whole or a part of the Commonwealth of Pennsylvania, with which the particular church or congregation is or expects to be connected: Provided, however, That the said constitution, canons, or ecclesiastical laws,

doctrines, discipline, and worship, be not inconsistent with the constitution or laws of the United States or with the constitution or laws of the Commonwealth of Pennsylvania.

Section 1, Act of May 5, 1911, P. L. 172.

Section 2. Whensoever any property, real or personal, other than funds from plate, Christmas, and Easter collections, and annual voluntary contributions for salaries of clergy, teachers, organist and sexton, shall hereafter be bequeathed, devised, or conveyed to any ecclesiastical corporation, bishop, ecclesiastic, or other person for the use of any church, congregation, or religious society, for religious worship or sepulture, or the maintenance of either, the same shall be taken and held subject to the control and disposition of the lay members of such church, congregation, or religious society, or the control and disposition of such constituted officers or representatives thereof, as shall be composed of a majority of lay members, citizens of Pennsylvania, having a controlling power according to the rules, regulations, usages, or corporate requirements thereof, so far as consistent herewith, which control and disposition shall be exercised in accordance with and subject to the rules and regulations, usages, canons, discipline and requirements of the religious body or organization to which such church, congregation, or religious society shall belong: Provided. It shall be lawful for the majority of the male members, of lawful age, of any unincorporated church, congregation, or religious society, to choose for their trustee or trustees any other person or persons than a layman; and whenever not previously declared, to declare the manner in which the title to their said trust property shall be held and conveyed, subject, however, to all the terms and conditions upon which the same may have been bequeathed, devised, or conveyed to such unincorporated church, congregation, or religious society; and, upon due proof of such consent, any court having jurisdiction over trusts may direct the legal title to be conveyed accordingly; but nothing herein contained shall authorize the diversion of any property from the purposes, uses, and trust to which it may have been heretofore lawfully dedicated, or to which it may hereafter, consistently herewith, be lawfully dedicated: And provided, All charters heretofore granted for any church, congregation, or religious society, without incorporating therein the requirement that the property, real and personal, of such corporation, shall be taken, held, and enure subject to the control and disposition as herein provided, but which are in other respects good and valid, and shall be in all respects as good and valid, for all purposes, as if the said requirement had been inserted therein when the said charters were originally granted; and the title to all property, real and personal, other than the funds

above excepted, heretofore bequeathed, devised, or conveyed to such church, congregation, or religious society, or which may have heretofore been granted or conveyed by such corporation, shall be firm and stable forever, with like effect as though the said requirements had been contained in the charter of such corporation when the same was originally granted: Provided, That all property, real and personal, other than the funds above excepted, now held by such existing corporation, shall enure, and be taken and held, subject to the control and disposition as herein provided, with like effect as though such provision had been inserted in the charter of such corporation when originally granted, any other or different provision therein notwithstanding.

Act of May 20, 1913, P. L. 242, amending the Act of May 1, 1907, P. L. 132, which was an amendment to the Act of June 2, 1887, P. L. 298, which amended the Act of April 26, 1855.

Section 3. When any individual church shall become inactive or extinct by reason of there being no resident or active trustees representing it, or otherwise, the court of common pleas of the county wherein said church is located may appoint as trustees of said church the trustees of the state body or organization representative of the denomination of which said church was a member, to hold and dispose of the title to the property of said church.

Upon the presentation of a petition to the court of common pleas of any county, or one of the judges thereof in vacation, by any person a member of said church, or a member of the state body or organization representative of the same denomination in the State, of which said church was a member; setting forth that any individual church in said county has become inactive or extinct, by reason of no active or resident trustees representing it, or otherwise, and that its property is liable to be wasted or destroyed; the said court, or a judge thereof during vacation, shall grant a rule to show cause why the prayer of the petition shall not be granted, and require a copy of the petition and rule to be published for four successive weeks in at least one newspaper, of the county where said church is located, of general circulation. And upon full hearing of the matter shall make such order in the case as shall be most likely to preserve the property of said church, in the interests of the denomination within the State.

Sections 1 and 2. Act of June 5, 1913, P. L. 435.

Section 4. When any religious corporation shall apply to the court of common pleas of the proper county for an amendment or alteration of its charter, so as to acquire and hold real estate, and

after the decree and amendment are recorded and shall become a part of the charter of the said corporation, then such real estate which was purchased by and conveyed unto said corporation before the amendment of its charter shall inure and vest in said corporation, with the same force and effect as if the corporation had been originally empowered to hold and acquire real estate: Provided, That no inquisition shall have been taken against the real estate so held to escheat, previous to the amendment of such charter; And provided further, That such real estate shall not exceed the amount in value which religious corporations are allowed to hold by charter.

Section 1, Act of April 11, 1879, P. L. 22.

Section 5. It shall be lawful for any religious denomination or society within this Commonwealth, to purchase, take, receive and hold by deed, gift, grant or otherwise, lands or tenements, for the purposes of burial grounds, churches, parsonages, school-houses and alms-houses, for any estate whatsoever, and to have and to hold the same according to the respective rules and disciplinary regulations of said religious societies. No such denomination or society shall purchase, hold or take real estate, except for the aforesaid purposes, unless especially authorized by its charter so to do, nor shall any person purchase, hold or take real estate in trust for it, except for the said purposes, unless its charter shall authorize the same.

Section 32, Act of August 2, 1842, P. L. 465.

(COMP.)

CHAPTER II.

ARTICLE IX.

GAME AND FISH ASSOCIATIONS.

Section 1. Any corporation, organized under the laws of this Commonwealth for the preservation and propagation of fish in this Commonwealth, may apply to the Governor to commission such persons as the said corporation may designate to act as policemen for the protection of the property of such corporation.

Section 1, Act June 10, 1881, P. L. 101.

The Governor, upon such application, may appoint such persons, or so many of them as he may deem proper, to be such policemen, and shall issue to such person or persons so appointed a commission to act as such policemen.

Section 2, Act June 10, 1881, P. L. 101.

Every policeman so appointed shall, before entering upon the duties of his office, take and subscribe the oath required by the eighth article of the Constitution, before the recorder of the county, in which the property of said corporation may be situated, which oath, after being duly recorded by such recorder, shall be filed in the office of the Secretary of State, and a certified copy of such oath, made by the recorder of the county, shall be recorded with the commission in the county in which the property of such corporation, for which such policeman is appointed, may be situated and in which it is intended said policeman shall act; and such policemen so appointed shall severally possess and exercise all the powers of policemen in the county in which they shall be so authorized to act as aforesaid, and the keepers of jails and lockups or station houses in said county are required to receive all persons arrested by such policemen for the commission of any offense against the laws of this Commonwealth upon the premises of any such corporation, to be dealt with according to law.

Section 3, Act June 10, 1881, P. L. 101.

Such corporation police shall, when on duty, severally wear a metallic shield with the word "police" and the name of the corporation, for which appointed, inscribed thereon, and said shield shall always be worn in plain view, except when employed as detectives.

Section 4, Act June 10, 1881, P. L. 101.

The compensation of such police shall be paid by the corporation for which the policemen are respectively appointed, as may be agreed upon between them.

Section 5, Act June 10, 1881, P. L. 101.

Whenever any corporation shall no longer require the services of any policeman as aforesaid, they may file a notice to that effect under their corporate seal, attested by their secretary, in the office where the commission of such policeman has been recorded, which shall be noted by the recorder upon the margin of the record where such commission is recorded, and thereupon the power of such policeman shall cease and be determined.

Section 6, Act June 10, 1881, P. L. 101.

Section 2. From and after the passage of this act, any person, company or corporation, engaged in the cultivation or increase of brook or speckled trout by artificial propagation, may take the same from their own ponds in any way, and cause to be transported; and may sell the same, or the spawn of the same, at any time, for the purpose of stocking other waters only; and common carriers may transport the same, and dealers may sell the same, for such purpose only, on condition that the packages thereof transported are accompanied by a certificate of a justice of the peace, certifying that said trout are sent by the owner or owners or agents, or parties so engaged in fish culture; and any person, company or corporation may take, in any way, at any time, upon the premises of any person, under permission of the owner thereof, brook or speckled trout to be kept and used for artificial propagation only: Provided, That nothing in this section shall prohibit any person, company or corporation, engaged in the propagation of any species of trout, from transporting and selling the same for food purposes, during the open season for such fish. Any person transporting or selling such trout, so propagated, during the closed season for brook or speckled trout, for food purposes, shall, on conviction thereof as provided in Section thirty-eight of this act, be subject to a fine of one hundred dollars for each offense.

Section 19, Act May 29, 1901, P. L. 308.

(COMP.)

CHAPTER II.

ARTICLE X.

SOCIETIES FOR THE PREVENTION OF CRUELTY TO CHILDREN AND AGED PERSONS

Section 1. Any corporation of the first class formed for the purpose of the prevention of cruelty to children and aged persons of this act, shall have the power to apply to the Governor of the Commonwealth to commission such persons, as the said corporation may designate, to act as policemen for said corporation.

Section 2, Act May 25, 1887, P. L. 265.

The Governor, upon such application, may appoint such persons, or either of them, as he may deem proper, to be such policemen, and shall issue a commission to such persons to act as such policemen.

Section 3, Act May 25, 1887, P. L. 265.

Every policeman so appointed shall, before entering upon the duty of his office, taken and subscribe the oath required by the seventh article of the Constitution before the recorder of the county in which said corporation is located, which oath, after being duly recorded by said recorder, shall be filed in the office of the Secretary of the Commonwealth; and such policemen, so appointed, shall severally possess and exercise all the powers of a policeman, in any county in which they may be directed by said corporation to act, and the keepers of jails, lock-ups and station-houses, in any of said counties, are required to receive all persons arrested by such policemen for the commission of any offense for the cruelty of children and aged persons, and to be dealt with according to law.

Section 4, Act May 25, 1887, P. L. 265.

It shall be the duty of the Secretary of the Commonwealth to issue a certificate showing the appointment of any such persons as policemen, as aforesaid, which certificate shall be evidence of the authority of said person to act as policeman, as aforesaid, in any of the counties of this Commonwealth.

Section 5, Act May 25, 1887, P. L. 265.

The compensation of such police shall be paid by the corporation for which the policemen are respectively appointed, as may be agreed upon between them.

Section 6, Act May 25, 1887, P. L. 265.

When any corporation shall no longer require the service of any policeman, so appointed as aforesaid, it may file a notice to that effect, under its common corporate seal, attested by its secretary, in the office of the Secretary of the Commonwealth, and thereupon the power of such policeman shall cease and be determined.

Section 7, Act May 25, 1887, P. L. 265.

CHAPTER II.

ARTICLE XI.

YOUNG MEN'S CHRISTIAN ASSOCIATIONS.

Section 1. Any ten or more persons, being citizens and residents within this State and having associated themselves as a Young Men's Christian Association, for the improvement of the spiritual, mental, social and physical condition of young men, by the support and maintenance of lecture rooms, libraries, reading rooms, religious and social meetings, gymnasiums and such other means and services as may conduce to the accomplishment of that object according to the general rules and regulations of the State Young Men's Christian Association of Pennsylvania, a corporation under the laws of this State, may be incorporated under the provisions of this article for the object hereinbefore mentioned, and when so incorporated each of them by virtue of its existence as such, shall have the following powers:

First. To have succession by its corporate name perpetually, subject to the power of the general assembly under the Constitution of this Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal and alter the same at pleasure.

Fourth. To be capable of taking, receiving, purchasing, holding and transferring real and personal property for the purpose of its incorporation and for no other purpose.

Fifth. To elect, appoint and remove the officers and agents for the management of its business and carrying out its objects and to allow them a suitable compensation.

Sixth. To make a constitution and by-laws for the management of its affairs not inconsistent with the Constitution and laws of the State.

Seventh. To enter into any obligation necessary to the transaction of its affairs.

Section 1, Act May 9, 1889, P. L. 163.

Section 2. The charter of such intended corporation shall be subscribed by five or more persons, citizens of this Commonwealth, and shall set forth:

First. The name of the corporation.

Second. The purpose for which it is formed.

Third. The place or places where its business is to be transacted.

Fourth. The names and residences of its subscribers.

Fifth. The number and names of its directors, with the term or terms of years for which they have been chosen, and also the names of not less than six trustees who, together with the president of the association, shall form a board of trustees, with the term or terms of years which each is to serve.

Section 2, Act May 9, 1889, P. L. 163.

Section 3. Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation printed in the proper county for three weeks, setting forth briefly the character and object of the corporation to be formed and the intention to make application therefor.

The said certificates of incorporation shall be acknowledged by at least five of those who subscribed to them, before the recorder of deeds of the county in which the business of the corporation is to be transacted, to be their act and deed, and the same being duly certified under the hand and official seal of the said recorder of deeds, shall be presented to a law judge of the said county, accompanied by proof of the publication of the notice, of such application, who is hereby required to peruse and examine said instrument and if the same shall be found to be in proper form and within the purposes named in this act, he shall endorse thereon these facts and shall order and decree thereon that the charter is approved and that upon the recording of the said charter and order, the subscribers thereto and their associates shall be a corporation for the purposes and upon the terms therein stated, and said order and charter shall be recorded in the office for the recording of deeds in and for the county aforesaid, and from thenceforth the persons named therein and subscribing the same and their associates and successors shall be a corporation by the name therein given.

Section 2, Act May 9, 1889, P. L. 163.

Section 4. The constitution and by-laws of every corporation created under this article or having its charter amended under the same, shall be deemed and taken to be its law subordinate to this act, the charter of the same, the Constitution and laws of this Commonwealth and the Constitution of the United States. They shall prescribe the time and place of meeting of the corporation, the time, manner and mode of the election of the directors, and other officers and their powers and duties, with the length of term or terms of office and the number of members necessary to constitute a quorum

at any of its meetings of directors, trustees or members, and such other matters as may be pertinent and necessary for the carrying out of its objects.

In case the election of directors shall not be made on the day designated therefor, such association shall not be dissolved, but such election may be held on any other day in such manner as may be directed by the by-laws of such corporation.

Section 3, Act May 9, 1889, P. L. 163.

Section 5. Each member of the board of trustees shall be a member of the protestant evangelical denominations, but a majority of such members exclusive of the president of the association shall not be members of any one denomination. The several trustees shall hold office for such time as may be prescribed by the charter and when a vacancy occurs in said board of trustees, by expiration of term or otherwise, the same shall be filled by a majority vote of the remaining trustees, from nominations to be made by the board of directors of the corporation.

Section 4, Act May 9, 1889, P. L. 163.

Section 6. The real property of the corporation shall be managed by the board of directors of such corporation, but all real property which shall be given to or acquired by such corporation, and all gifts and bequests of money to be held in trust, shall be held by the board of trustees; but no real property belonging to an association so incorporated shall be conveyed, disposed of or mortgaged by said board of trustees, except with the consent of the board of directors of said corporation. The income which the said board of trustees shall receive from the property under its control and the said property, shall be devoted to the purpose of the corporation and for no other purpose, and so long as the directors of the association shall so expend the same the income of the property so controlled by said board of trustees shall be paid over to the treasurer of the said board of directors.

Section 5, Act May 9, 1889, P. L. 163.

Section 7. The officers and members of corporations created or amending their charters, under the provisions of this act shall not be individually liable for the debts of said corporation.

Section 6, Act May 9, 1889, P. L. 163.

Section 8. Any Young Men's Christian Association incorporated in this State, either under this article or any other general or special act of the general assembly may have its charter improved, amended or altered, under this chapter as often as it may be desirous of doing

so, provided it shall specify the improvements, amendments, or alterations which are or shall be, desired and exhibit the same to the Court of Common Pleas of the proper county in which said corporation is situated as aforesaid, when, if said court shall be of opinion such alterations are or will be lawful and beneficial and do not conflict with the requirements of this act or of the Constitution, it shall be the duty of said court to direct notice to be given, as directed in the second section of this article, of such application and after decree made and such amendments are recorded, the same shall be deemed and taken to be a part of the charter of said corporation.

Section 7, Act May 9, 1889, P. L. 163.

(COMP.)

CHAPTER II.

ARTICLE XII.

CORPORATIONS TO CARRY OUT DEVISES AND BEQUESTS.

Section 1. Whenever in and by the last will and testament of any testator, being a resident of this Commonwealth at the time of his death, devises or bequests of real or personal estate, or both, shall be made to trustees for the purpose of founding and maintaining any literary, medical or scientific undertaking, library association, or the promotion of music or other fine arts, to be free to the public, and to be supported wholly from the property so devised or bequeathed, or the income thereof, and it is further by such will ordered or recommended that a corporation be formed to which the devised property and estate shall be conveyed by the said trustees, and upon which shall devolve the carrying into effect of the said testator's will touching such literary, medical or scientific undertaking, library association or the promotion of music or other fine arts, in all such cases it shall be lawful to insert in any application for such incorporation, and under this act a provision or provisions that, for the perpetuating a line of successors in such corporation, whenever any vacancy shall happen in the board of directors by reason of the death, resignation or removal from the proper county of any member thereof, the remaining directors may, by a majority vote of the whole

remaining number thereof, elect a director to fill such vacancy. And that, where such will shall further direct that any one or more persons shall by virtue of their office be members of such board of directors, it shall be lawful to embody such direction in the said certificate of incorporation, as part of the organic law of such corporation.

Act of June 25, 1885, P. L. 177.

(COMP.)

CHAPTER III.

CORPORATIONS OF THE SECOND CLASS.

ARTICLE I.

INCORPORATION.

Section 1. Corporations may be formed for any of the following named purposes, and when formed shall be known as corporations of the second class:

1. The prevention and punishment of theft or willful injuries to property, and insurance against such risks.

Section 2, Par. 3, Act of April 29, 1874, P. L. 73.

2. The grading, curbing, paving or macadamizing, construction and maintenance of any species of streets, roads or highways, and the furnishing of the materials of labor thereof, or construction and maintenance of any species of road other than a railroad, and of bridges in connection therewith.

Act of May 24, 1887, P. L. 186.

3. The construction and maintenance of a bridge over streams within the State.

Section 2, Par. 5, Act of April 29, 1874, P. L. 73.

4. Corporations of the second class may be formed in the manner herein provided for the purpose of constructing, maintaining and leasing lines of telegraph for the private use of individuals, firms,

corporations, municipal and otherwise, for general business and for police, fire alarm or messenger business, or for the transaction of any business in which electricity, over or through wires, may be applied to any useful purpose.

Act of May 1, 1876, P. L. 90; Act of June 25, 1885, P. L. 164.

5. The establishment and maintenance of a ferry.

Section 2, Par. 7, Act of April 29, 1874, P. L. 73.

6. The building of ships, vessels or boats, and carriage of persons and property thereon.

Section 2, Par. 8, Act of April 29, 1874, P. L. 73.

7. The supply of water to the public, or the supply, storage, or transportation of water and water power for commercial and manufacturing purposes.

Section 1, Act of May 16, 1889, P. L. 226.

8. The supply of ice to the public, and the establishment of a system of refrigeration by which the public may obtain materials for refrigerating purposes through pipes or conduits from central stations.

Act of June 24, 1895, P. L. 253.

9. The manufacture and supply of gas, or the supply of light, heat and power by means of electricity, or the supply of light, heat or power to the public by any other means.

Act of May 8, 1889, P. L. 136.

10. The transaction of a printing and publishing business.

Section 2, Par. 12, Act of April 29, 1874, P. L. 73.

11. The establishment and maintenance of an hotel and drove yard or boarding house, theatre, opera and market house, livery or boarding stable, or either.

Act of May 29, 1901, P. L. 344.

12. The creating, purchasing, holding and selling of patent rights for inventions and designs, and the purchasing of copyrights for books, publications and registered trade marks, with the right to issue license for the same and receive pay therefor.

Act of May 16, 1889, P. L. 241.

13. Building and loan associations.

Section 2, Par. 15, Act of April 29, 1874, P. L. 73.

14. Associations for the purchase and sale of real estate, or for holding, leasing or selling real estate, for maintaining or erecting walls or banks for the protection of low-lying lands, and for safe deposit companies, and for buying, selling, vending or dealing in any kind or kinds of goods, wares and merchandise at wholesale.

Act of June 25, 1895, P. L. 295. There was a prior amendment of April 17, 1876, P. L. 30.

15. The manufacture of iron or steel or both, or of any other metal, or of any article of commerce from metal or wood, or both, and the manufacture and production of silverware, plated ware, jewelry, works of ornament and art, and pictures, and the buying and selling of such articles.

Act of June 3, 1893, P. L. 287.

16. The carrying on of any mechanical, mining, quarrying or manufacturing business, including all the purposes covered by the provisions of the acts of the general assembly, entitled "An act to encourage manufacturing operations in this Commonwealth," approved April seventh, one thousand eight hundred and forty-nine, entitled "An act relating to corporations for mechanical, manufacturing, mining, and quarrying purposes," approved July eighteenth, one thousand eight hundred and sixty-three, and the several supplements to each of said acts, including the incorporation of grain-elevators, storage-house and storage-yard companies, also including companies for the storage, transportation and furnishing of water, with the right to take rivulets and land and erect reservoirs for holding water, for manufacturing and other purposes, and for the creation, establishing, furnishing and transmission for public use of water power therefrom: Provided, That such last named corporations, heretofore or hereafter incorporated, shall be compelled to furnish such power for public purposes; the construction of dams in any stream, and the driving and floating of sawlogs, lumber and timber on and over any streams, not exceeding thirty-five miles in length from their source, by the usual methods of driving and floating logs, timber and lumber on streams, and so as not to obstruct the descending navigation by rafts and boats; also including the manufacturing and brewing of malt liquors; and also including companies for the transaction of any lawful business not otherwise specifically provided for by act of assembly; Provided, however, That no corporation shall be chartered under this section with the authority to transact more than one kind of business, which must be set forth in the charter.

Section 1, Act of June 3, 1911, P. L. 635.

This section shall not be construed as repealing an act, entitled "An act providing that the right of eminent domain as respects the appropriation of streams, rivers, or waters, or the land covered thereby, shall not be exercised by water companies incorporated under law," approved April thirteenth, Anno Domini one thousand nine hundred and five.

Section 2, Act of June 3, 1911, P. L. 635.

17. Companies may be organized under this act, having the right to transport, store, insure and ship petroleum, and for that purpose, to lay down, construct and maintain pipes, tubing, tanks, offices and such other machinery, devices or arrangements as may be necessary to fully carry out that right; and also with the right to enter upon, take and occupy such land and other property, as may be requisite for the purposes of such corporations.

Section 1, Act of June 2, 1883, P. L. 61.

18. The insurance of owners of real estate, mortgages and others interested in real estate, from loss by reason of defective titles, liens and incumbrances.

Section 2, Par. 19, Act of April 29, 1874, P. L. 73.

19. For any lawful purpose not specifically designated by law, as the purpose for which a corporation may be formed.

Section 1, Act of May 11, 1909, P. L. 515, amending Clause XX, Section 2, Act of April 29, 1874, P. L. 73.

20. The construction and maintenance of a wharf or wharves for public and private use, and maintenance of any unincorporated wharf or wharves already constructed.

Act of April 17, 1876, P. L. 30.

21. The construction, erection and maintenance of observatories for public use or scientific purposes.

Act of April 17, 1876, P. L. 30.

22. The formation and operation of stage and omnibus lines.

Act of April 17, 1876, P. L. 30.

23. The formation and operation of inclined planes for the transportation of passengers and freight, or for the construction and maintenance of tunnels and underground passageways.

Act of April 17, 1876, P. L. 30, as amended by the Act of June 25, 1895, P. L. 310.

24. The construction and maintenance of sewers, culverts, conduits and pipes, with all necessary inlets and appliances for surface and undersurface and sewage drainage for the health, comfort and convenience of inhabitants, and sanitary improvements in cities, boroughs and townships of this Commonwealth, and for this purpose to enter upon and occupy any public highway, with the consent of the local authorities.

Act of June 10, 1893, P. L. 435.

25. Corporations may be created for the construction and operation of motors and cables, and the necessary apparatus and mechanical fixtures for applying and operating the same.

Section 6, Act June 13, 1883, P. L. 122.

26. Corporations of the second class may be created for the purpose of erecting and maintaining a bourse or exchange hall or other building, to be used in whole or in part as a bourse or exchange hall or as a meeting place for merchants or other business men or for the exhibition of manufactured articles or natural products, and such corporations shall be governed as to the amount of their capital stock and as to the par value of the shares thereof as is provided in this chapter.

Section 1, Act June 10, 1893, P. L. 417.

27. Corporations of the second class may be formed for the purpose of constructing and maintaining boulevards in this Commonwealth, the capital of which company shall not be less than ten thousand dollars per mile for each mile of road constructed.

Section 1, Act of June 26, 1895, P. L. 382.

Section 2. The charter of an intended corporation must be subscribed by five or more persons three of whom at least must be citizens of this Commonwealth, and shall set forth:

1. The same of the corporation.
2. The purpose for which it is formed.
3. The place or places where its business is to be transacted.
4. The term for which it is to exist.
5. The names and residences of the subscribers and the number of shares subscribed by each.
6. The number of its directors and the names and residences of those who are chosen directors for the first year.
7. The amount of its capital stock, if any, and the number and par value of shares into which it is divided.

The charters for incorporation named in this act may be made perpetual, or may be limited in time by their own provisions; and

the general assembly reserves the power to revoke or annul any charter of incorporation granted or accepted under the provisions of this act, whenever in the opinion of the said general assembly it may be injurious to the citizens of this Commonwealth, in such manner, however, that no injustice shall be done to the incorporators or their successors.

Section 4, Act of April 29, 1874, P. L. 76.

Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation, printed in the proper county, for three weeks, setting forth briefly the character and object of the corporation to be formed, and the intention to make application therefor.

The certificate for a corporation of the second class, shall set forth all that is hereinbefore required to be set forth, and, except building and loan associations, shall also state that ten per centum of the capital stock thereof has been paid in cash to the treasurer of the intended corporation, and the name and residence of such treasurer shall be therein given. The same shall be acknowledged by at least three of the subscribers thereto, before the recorder of deeds of the county in which the chief operations are to be carried on, or in which the principal office is situated, and they shall also make and subscribe an oath or affirmation before him, to be indorsed on the said certificate that the statements contained therein are true. The said certificate, accompanied with proof of publication of notice as hereinbefore provided, shall then be produced to the Governor of this Commonwealth, who shall examine the same, and if he find it to be in proper form and within the purposes named in the second class, specified in the foregoing section, he shall approve thereof and indorse his approval thereon, and direct letters patent to issue in the usual form, incorporating the subscribers and their associates and successors into a body politic and corporate, in deed and in law, by the name chosen, and the said certificate shall be recorded in the office of the secretary of the Commonwealth, in a book to be by him kept for that purpose, and he shall forthwith furnish to the Auditor General an abstract therefrom, showing the name, location, amount of capital stock, and the name and address of the treasurer of such corporation. The said original certificate, with all its indorsements shall then be recorded in the office for the recording of deeds, in and for the county where the chief operations are to be carried on, and from thenceforth the subscribers thereto and their associates and successors, shall be a corporation for the purposes and upon the terms named in the said charter. Certified copies of both the records thereof and of the charters of the corporations named in the first class specified in the foregoing section shall be competent evidence for all pur-

poses in the courts of this Commonwealth. The secretary of the Commonwealth shall charge and receive a fee of five dollars upon every paper relating to a corporation filed or recorded in his office.

Section 3, Act of April 29, 1874, P. L. 73.

Section 3. Hereafter corporations for profit, embraced within corporations of the second class, may be formed, under the provisions of this chapter, by the voluntary association of three or more persons, and the charter of such an intended corporation shall be subscribed by two or more persons, one of whom, at least, shall be a citizen of this Commonwealth.

Acts of May 29, 1901, P. L. 326, and April 23, 1903, P. L. 273.

Section 4. Any corporation or corporations for any of the purposes named and covered by the second and third chapters of this act, heretofore created by any special act or acts, or in existence under the provisions of any general law of this Commonwealth, shall be entitled to all the privileges, immunities, franchises and powers conferred upon similar corporations by this act upon corporations to be created under the same, upon filing in the office of the secretary of the Commonwealth a certificate of a single corporation, or a joint certificate if two or more corporations, incorporated for and doing the same kind of business, under the seal or seals of said corporation or corporations, accepting the provisions of the constitution and of this act, duly authorized by a meeting of stockholders called for that purpose; and upon such acceptance, and approval by the Governor, he shall issue letters patent to said corporation, or if two or more corporations, to said corporations as one corporation, under such name as shall be designated by said corporation or corporations in said single or joint certificate, together with the amount and capital, number of shares and par value thereof, as shall be designated by said corporation or corporations in said certificate: Provided, That where two or more corporations shall make a joint certificate as aforesaid, and letters patent shall be issued to said new corporation, said corporations shall thenceforth be deemed, held and taken to be merged and consolidated, and be subject to all the limitations and liabilities of this act.

Part of Section 6, Act April 17, 1876, (P. L. 30), amending Section 26, Act April 29, 1874.

CHAPTER III.

ARTICLE II.

GENERAL POWERS.

Section 1. Every corporation of the second class shall have the following powers, in addition to such powers as may be hereinafter specifically conferred upon any particular kind of corporations of such class:

First. To have succession by its corporate name for the period limited by its charter, and when no period is limited thereby or by this article, perpetually, subject to the power of the general assembly to alter, revoke or annul such charter agreeably to the provisions of the constitution of this Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal, and alter the same at pleasure.

Fourth. To take, purchase, hold and transfer such real and personal property as the purposes of the corporation may require not exceeding the amount limited by the provisions of this article.

Fifth. To appoint and remove such subordinate officers and agents as the business of the corporation requires, and to allow them a suitable compensation.

Sixth. To make by-laws not inconsistent with law for the management of its property, the regulation of its affairs, and the transfer of its stock.

Seventh. To enter into any obligation necessary to the transaction of its ordinary affairs.

Section 1, Act of April 29, 1874, P. L. 73.

Section 2. The business of every corporation created hereunder, or accepting the same, shall be managed and conducted by a president, a board of directors or trustees, a secretary or clerk, a treasurer, and such other officers, agents and factors as the corporation authorizes for that purpose, and nothing in any law contained shall prevent or be construed to prohibit the vice-president, treasurer, solicitor, or other officer of any corporation organized or existing under this act, from being a director of such company and receiving at the same time such compensation for his services as such officer as the board of directors of such company may direct. The direc-

tors or trustees shall be chosen annually by the stockholders or members, at the time fixed by the by-laws, and shall hold their office until others are chosen and qualified in their stead; the manner of such choice, and of the choice or appointment of all other agents and officers of the company shall be prescribed by the by-laws. The number of directors or trustees shall not be less than three; one of them shall be chosen president by the directors, or by the members of the corporation, as the by-laws shall direct. The members of said corporation may, at a meeting to be called for that purpose, determine, fix or change the number of directors or trustees that shall thereafter govern its affairs, and a majority of the whole number of such directors or trustees shall be necessary to constitute a quorum. The secretary or clerk shall be sworn and shall record all the votes of the corporation and the minutes of its transactions in a book to be kept for that purpose. The treasurer shall give bond in such sum, and with such sureties, as shall be required by the by-laws for the faithful discharge of his duties, and he shall keep the moneys of the corporation in a separate book account to his credit as treasurer, and if he shall neglect or refuse so to do, he shall be liable to a penalty of fifty dollars for every day he shall fail to do so, to be recovered at the suit of any informer in an action of assumpsit.

Section 1, Act of May 14, 1891, P. L. 61, amending Section 5, Act of April 29, 1874, P. L. 73.

Section 3. In case of the death, removal or resignation of the president or any of the directors, the treasurer or any other officer of any corporation of the first or second class, the remaining directors may supply the vacancy thus created until the next election.

Section 9, Act of April 29, 1874, P. L. 73.

Section 4. Whenever the stockholders of any corporation incorporated under the Act of April twenty-ninth, one thousand eight hundred and seventy-four, or any other law of this Commonwealth, shall, at a meeting called for the purpose, decide, by a majority vote of those present either in person or by proxy, to elect a portion of their directors for a term or terms longer than one year, it may and shall be lawful for such corporation, at the next ensuing election, to divide the directors or managers which are to be chosen, into two, three or four classes, and to elect the first class to serve for the term of one year, and the second, third or fourth to serve for two, three or four years, respectively, and at all ensuing elections of said corporations, the stockholders shall only elect the number of directors neces-

sary to take the place of those whose term of office shall then expire, and such directors shall be elected for the longest term for which any class may have been elected as hereinbefore provided.

Sections 1 and 2, Act of June 17, 1887, P. L. 411.

Section 5. Every corporation of the first or second class may determine by its by-laws what number of stockholders shall attend, either in person or by proxy, or what number of shares or amount of interest shall be represented at any meeting to constitute a quorum. If the quorum is not so determined, a majority in interest of the stockholders shall constitute a quorum.

Section 6, Act of April 29, 1874, P. L. 73.

Section 6. In all elections for directors, managers or trustees of any corporation of the first or second class, each member or stockholder or other person having a right to vote, may cast the whole number of his votes for one candidate, or distribute them upon two or more candidates as he may prefer, that is to say: If the said member or stockholder or other person having the right to vote, own one share of stock or has one vote, or is entitled to one vote for each of six directors by virtue thereof, he may give one vote to each of said six directors, or six votes for any one thereof, or a less number of votes for any less number of directors, whatever may be the actual number to be elected, and in this manner may distribute or cumulate his votes as he may see fit; all elections for directors or trustees shall be by ballot, and every share of stock shall entitle the holder thereof to one vote, in person or by proxy, to be exercised as provided in this section.

Act of April 25, 1876, P. L. 47, amending Sec. 10, Act of April 29, 1874, P. L. 73.

Section 7. No person acting as judge or officer holding an election for any such corporation of the first or second class, shall enter on the duties of his office or appointment until he take and subscribe an oath or affirmation before a judge, alderman, justice of the peace, or other person qualified by law to administer oaths, that he will discharge the duties of his office or appointment with fidelity, that he will not receive any vote but such as he verily believes to be legal; and if any such judge or officer shall, knowingly and willfully, violate his oath or affirmation, he shall be subject to all the penalties imposed by law upon the officers of the general election of this Commonwealth violating their duties, and shall be proceeded against in like manner and with like effect; and if any election, as aforesaid, be held without the person holding the same having first taken an oath or affirmation, as aforesaid, or be invalid for any other reason,

such election shall be set aside in the manner now provided by law, and a new election ordered by the court of common pleas of the proper county, upon the petition of not less than five stockholders supported by proof satisfactory to said court.

Section 8, Act April 29, 1874, P. L. 73.

Section 8. The by-laws of every corporation created under the provisions of this statute, or accepting the same, shall be deemed and taken to be its law, subordinate to this statute, the charter of the same, the constitution and laws of this Commonwealth and the constitution of the United States. They shall be made by the stockholders or members of the corporation at a general meeting called for that purpose, unless the charter prescribes another body or a different mode. They shall prescribe the time and place of meeting of the corporation, the powers and duties of its officials, and such other matters as may be pertinent and necessary for the business to be transacted, and may contain penalties for the breach thereof, not exceeding twenty dollars.

Section 1, Act of May 14, 1891, P. L. 61, amending Section 5, Act of April 29, 1874, P. L. 73.

Section 9. The capital stock of every corporation of the second class that has or requires capital stock, shall consist of not more than one million dollars, except companies incorporated for the purpose of supplying the public with water, whose capital stock shall not exceed two million dollars, and shall be divided into shares of not more than one hundred dollars each; and all subscriptions to the capital stock shall be paid in such instalments and at such times as the directors may require, and if default be made in any payment the person or persons in default shall be liable to pay, in addition to the amount so called for and unpaid, at the rate of one-half of one per centum per month for the delay of such payment, and the directors may cause suit to be brought for the recovery of the amount due, together with a penalty of one-half of one per centum per month, as aforesaid, or the directors may cause the stock to be sold in the manner provided in section three of article one of chapter eighteen of this act, and no stockholder shall be entitled to vote at any election, or at any meeting of the stockholders, on whose share or shares any instalments or arrearages may have been due and unpaid for the period of thirty days immediately preceding such election or meeting. The shares of the capital stock of every such company may be transferred on the books of the company, in person or by attorney, subject to such regulations as the by-laws may prescribe; but the

provisions of this section shall not apply to corporations in which, by this act, different and other rules and provisions are enacted for their regulation and government.

Section 11, Act April 29, 1874, (P. L. 73), as amended by Act of May 9, 1889, (P. L. 180).

Section 10. Every corporation created under the provisions of this chapter or accepting its provisions, may take such real and personal estate, mineral rights, patent rights and other property, as is necessary for the purposes of its organization and business, and issue stock to the amount of the value thereof, in payment thereof, and the stock so issued shall be declared and taken to be full paid stock, and not liable to any further calls or assessments; and in the charter and the certificates and statements to be made by the subscribers and officers of the corporation such stock shall not be stated or certified as having been issued for cash paid into the company, but shall be stated or certified in this respect according to the fact; and the executors or administrators of any deceased tenant in common of lands, mines and mineral rights so proposed to be taken may, and they are hereby authorized to convey the individual estate and interest of such decedent therein to such company, receiving therefor so much stock in such company as the said decedent would have been entitled to receive in his lifetime, to be held in the same manner as the lands: Provided, That no directions or limitations contained in any last will and testament of such decedent shall be in any manner interfered with; And provided, That before making such conveyance, such executors or administrators shall give sufficient security, to be approved by the Orphans' Court having jurisdiction of their accounts, for the faithful application of the stock received therefor; no such corporation shall issue either bonds or stock except for money, labor done or money or property actually received, and all fictitious increase of stock or indebtedness in any form shall be void; every such corporation may provide for the issue of deferred stock in payment for such real or personal estate or mineral rights, and if so provided, it shall be expressly stated in the charter filed, or in a certificate to be made and recorded, or in the acceptance of this statute, to be filed by any corporation accepting its provisions, with the amount of such deferred stock, and the consideration of the same, and the terms on which the same shall be issued; and the said stock may be made to await payments of dividends thereon until out of the net earnings at least five per centum has been declared and paid upon the other full paid stock of the corporation.

Section 17, Act of April 29, 1874, P. L. 73, as amended by Section 4, Act April 17, 1876, P. L. 32.

Section 11. The stock of every corporation created under the provisions of this chapter shall be deemed personal property; and no shares shall be transferable until all previous calls thereon shall have been fully paid in, or shall have been declared forfeited for the non-payment of calls thereon. No note or obligation given by a stockholder, whether secured by pledge or otherwise, shall be considered as a payment of any part of the capital stock. It shall and may be lawful for any corporation, organized under the provisions of this article either for the purpose of carrying on any manufacturing business or for the supply of water, or for the manufacture or supplying of light, to subscribe for, take, purchase, hold and dispose of the bonds or stock in any company of the same character, incorporated under the provisions of this article, or guarantee the payment of said bonds and the interest thereon, or either principal or interest, or to enter into contracts for the use or lease of the corporate property, real, personal or mixed, of such company, upon such terms as may be agreed upon with the company or companies owning the same, and to run, use and operate such property in accordance with such contract or lease.

Section 1, Act of March 24, 1905, P. L. 56, which amended the Act of June 26, 1895, P. L. 369, which amended the Act of May 25, 1887, P. L. 273, which was an amendment to Section 12, Act of April 29, 1874, P. L. 73.

Section 12. The capital stock or indebtedness of any corporation of the first or second class may be increased, from time to time, by the consent of the persons or bodies corporate holding the larger amount in value of the stock of such company, to such amount as such corporation is, by this act authorized to increase its capital stock or indebtedness, but such increase shall only be made for money, labor done, or money or property actually received.

Section 18, Act April 29, 1874, P. L. 73.

Any such corporation desirous of increasing its capital stock or indebtedness as provided by this act, shall, by a resolution of its board of directors, call a meeting of its stockholders therefor, which meeting shall be held at its chief office or place of business in this Commonwealth; and notice of the time, place and object of said meeting, shall be published once a week for sixty days prior to such meeting, in at least one newspaper published in the county, city or borough wherein such office or place of business is situate.

Section 19, Act April 29, 1874, P. L. 73.

At the meeting called, pursuant to the preceding part of this section, an election of the stockholders of such corporation shall be

taken for or against such increase, which shall be conducted by three judges, stockholders of said corporation, appointed by the board of directors to hold said election, and if one or more of said judges be absent, the judge or judges present shall appoint a judge or judges, who shall act in the place of the judge or judges absent, and who shall respectively take and subscribe an oath or affirmation before an officer authorized by law to administer the same, well and truly, and according to law, to conduct such election to the best of their ability; and the said judges shall decide upon the qualification of voters, and when the election is closed, count the number of shares voted for and against such increase, and declare whether the persons or bodies corporate holding the larger amount of the stock of such corporation have consented to such increase, or refused to consent thereto, and shall make out duplicate returns of said election, stating the number of shares of stock that voted for such increase, and the number that voted against such increase, and subscribe and deliver the same to one of the chief officers of said company.

Section 20, Act April 29, 1874, P. L. 73.

Each ballot shall have endorsed thereon the number of shares thereby represented, and be signed by the holder thereof, or by the person holding a proxy therefor; but no share or shares transferred within sixty days shall entitle the holder or holders thereof to vote at such election or meeting, nor shall any proxy be received, or entitle the holder to vote, unless the same shall bear date and have been executed within three months next preceding such election or meeting; and it shall be the duty of such corporation to furnish the judges at said meeting with a statement of the amount of its capital stock, with the names of persons or bodies corporate holding the same, and number of shares by each respectively held, which statement shall be signed by one of the chief officers of such corporation, with an affidavit thereto annexed, that the same is true and correct to the best of his knowledge and belief.

Section 21, Act April 29, 1874, P. L. 73.

It shall be the duty of such corporation, if consent is given to such increase, to file in the office of the secretary of the Commonwealth, within thirty days after such election or meeting, one of the copies of the return of such election provided for by this section, with a copy of the resolution and notice calling same thereto annexed; and upon the increase of the capital stock or indebtedness of such corporation made pursuant thereto, it shall be the duty of the president or treasurer of such corporation, within thirty days thereafter, to make a return to the secretary of the Commonwealth, under oath,

of the amount of such increase and terms of the same, that is to say, the terms on which additional stock is issued; and in case of neglect or omission so to do, the corporation shall be subject to a penalty of five thousand dollars, which penalty shall be collected on an account settled by the Auditor General and State Treasurer, as accounts for taxes due the Commonwealth are settled and collected; and the secretary of the Commonwealth shall cause said returns to be recorded in a book to be kept for that purpose, and furnish a certified copy of the same to the Auditor General, and the corporation shall have the right to recover the same from the officer neglecting or omitting to file the return as aforesaid.

Section 22, Act April 29, 1874, P. L. 73.

Section 13. Any such corporation may reduce its capital stock by a vote of its stockholders taken in the manner and under the regulations prescribed in the foregoing section.

Section 23, Act of April 29, 1874, P. L. 73.

Section 14. It shall be lawful for all corporations of the first and second class to borrow money or to secure any indebtedness created by them, by issuing bonds, with or without coupons attached thereto, and to secure the same by a mortgage or mortgages to be given and executed to a trustee or trustees, for the use of the bond holders, upon their real estate and machinery, or on their real estate alone, to an amount not exceeding one-half of the capital stock of the corporation paid in, and at a rate of interest not exceeding six per centum: Provided, That it shall be lawful for road construction, bridge, telegraph, ferry, water and gas and inclined plane companies, so to borrow money and so to secure the payment of the same, by a mortgage or mortgages on their property and franchises, to an amount not exceeding double the amount of the capital stock of the corporation actually paid in, and at a rate of interest not exceeding six per centum, and this section shall not be construed to prevent mortgages for a greater amount and at a higher rate of interest, where the power to make the same is expressly given by the terms of this statute to certain classes of corporations, or is contained in the charter of any private corporations accepting this act, or in the statutes under which certain classes thereof are by the provisions of this statute to be controlled, governed and managed.

Section 13, Act April 29, 1874, P. L. 73, as amended by Act of May 21, 1889, P. L. 257.

Section 15. If any corporation of the second class shall not proceed in good faith to carry on its work and construct or acquire its necessary buildings, structures, property or improvements

within the space of two years from the date of its letters patent, and shall not within the space of five years thereafter complete the same, the rights and privileges thereby granted to said corporation shall revert to the Commonwealth: Provided, however, That it shall be lawful for any such corporation who shall have proceeded in good faith as aforesaid at any time before the expiration of the said period of five years, or of any extension thereof, to apply to the court of common pleas in and for the county in which said corporation shall have its principal office, for an extension of such time as herein provided. Such application shall be made upon a petition, under the common seal of such corporation and verified by its president or other presiding officer, setting out the grounds of the application, and that the same is made pursuant to a resolution of the board of directors of said company at a meeting called for that purpose, a duly certified copy of which resolution shall be annexed to said petition. Thereupon it shall be the duty of such court to set down said petition for hearing before it upon some day to be fixed by said court, and to direct that notice of such petition shall be given by publication or otherwise as the court shall direct. Upon the day so fixed, or upon such subsequent day or days as the matter may be adjourned to, said court shall proceed to a hearing of said petition, and it being made to appear to said court that the order of notice herein provided for has been complied with, said court may, by order, adjudge and direct that the time of such corporation to complete its necessary buildings, structures, property or improvements shall be extended for a period not exceeding five years beyond the time fixed by law for the completion thereof, and thereupon, upon filing a duly certified copy of such order in the office of the Secretary of the Commonwealth, the time of such corporation to complete its necessary buildings, structures, property or improvements shall be extended as provided in such order: Provided further, That when said buildings, structures, property or improvements are wholly within one county, said application shall be made to the court of common pleas in and for said county.

Section 2, Act May 16, 1889, P. L. 242, amending Section 11, Act of April 17, 1876, P. L. 37.

Any corporation of the second class, that shall not, within two years from the date of its letters patent proceed in good faith to organize and to do the things contemplated by its charter, and have paid up at least one-fourth of its capital stock, shall be held and deemed to have forfeited its charter, and the Attorney General shall, on the application of any citizen, taken the proper legal steps to for-

feit and vacate its said charter, but any corporation now in existence shall have two years from the date of this act to do and perform the things by this section required.

Section 5, Act of June 13, 1883, P. L. 123.

Section 16. The officers and stockholders of corporations of the first and second class shall not be individually liable for the debts of said corporation otherwise than in this act provided.

Section 24, Act April 29, 1874, P. L. 73.

Section 17. The stockholders in each corporation of the first and second class shall be liable, in their individual capacity, to the amount of stock held by each of them, for all work or labor done to carry on the operations of each of said corporations; but this section shall not be construed to increase or diminish the liability of stockholders in corporations which, by the terms of this statute, are to be governed, controlled and managed by the provisions of other statutes, but their liability shall be fixed and defined by the terms of the statutes by which said corporations are to be governed, controlled and managed.

Section 14, Act April 29, 1874, P. L. 73, as amended by Section 3, Act April 17, 1876, P. L. 32.

In any action or bill in equity brought to enforce any liability under the provisions of the last preceding section, the plaintiff may include as defendants, any one or more of the stockholders of such corporation, claimed to be liable, therefore; and, if judgment be given in favor of the plaintiff for his claim, or any part thereof, and any one or more of the stockholders so made defendants, shall be found to be liable, judgment shall be given against him or them. The execution upon such judgment shall be first levied on the property of such corporation, if to be found in the county where the chief business of the corporation is carried on, and in case such property, sufficient to satisfy the same cannot be found in said county, the deficiency, or so much thereof as the stockholder or stockholders, defendants, in such judgment, shall be liable to pay, shall be collected of the property of such stockholder or stockholders; on the payment of any judgment as aforesaid, or any part thereof, by one or more stockholders the stockholder or stockholders so paying the same shall be entitled to have such judgment, or so much thereof as may have been paid by him or them, assigned to him or them for his or their benefit, with power to enforce the same in manner aforesaid, first against the company, and in case the amount so paid by him or them shall not be collected of the prop-

erty of the corporation, then ratably against the other solvent stockholders, if any such there be, originally liable for the claim on which such judgment was obtained; but no stockholder shall be personally liable for payment of any debt contracted by any such corporation, unless suit for the collection of the same shall be brought against such stockholder or stockholders within six months after such debt shall have become due.

Section 15, Act April 29, 1874, P. L. 73.

Section 18. When any corporation of the second class shall desire to improve, amend or alter the article and conditions of the charter or instrument upon which said corporation is formed and established, it shall and may be lawful for such corporation to apply to the Governor of this Commonwealth for such improvement, amendment or alteration in the manner provided by this act.

Section 1, Act June 13, 1883, P. L. 122.

The corporation desiring such improvement, amendment or alteration shall give notice of the intention to apply therefor, in two newspapers of general circulation, printed in the county wherein the principal office or place of business of said corporation is located, once a week for three weeks, setting forth briefly the character and objects of the desired improvements, amendments or alterations, and the intention to make application therefor.

Section 2, Act June 13, 1883, P. L. 122.

The said corporation shall prepare a certificate, under its corporate seal, setting forth the character and objects of the proposed improvement, amendment or alteration of their charter, or the instrument upon which the said corporation is formed or established; also, that all reports required by the Auditor General of the Commonwealth have been filed, and that all taxes due the Commonwealth of Pennsylvania have been paid; acknowledged by the president and secretary of said corporation and before the recorder of deeds of the county wherein such corporation has its principal office or place of business; which certificate, together with proof of publication notice, as provided in the preceding part of this section, shall then be produced to the Governor of the Commonwealth, who shall examine the same, and, if he find it to be in proper form, and that such improvements, amendments or alterations are or will be lawful and beneficial, and not injurious to the community, and are in accord with the purpose of the charter, and that all reports required by the Auditor General of the Commonwealth have been duly filed, and that all taxes due the Commonwealth of Pennsylvania have been paid, he shall approve thereof,

and endorse his approval thereon, and direct letters patent to issue, in the usual form, reciting the said improvements, amendments or alterations; and the said certificate shall then be recorded in the office of the Secretary of the Commonwealth, and, with all its endorsements, shall then be recorded in the office for the recording of deeds in and for the proper county, where the principal office or place of business of said corporation is located; and from thenceforth the same shall be deemed and taken to be a part of the charter or instrument upon which said corporation was formed or established, to all intents and purposes, as if the same had originally been made a part thereof: Provided, That nothing herein contained shall authorize the amendment, alteration, improvement or extension of the charter of any gas or water company, so as to interfere with or cover territory previously occupied by any other gas or water company.

Act of March 31, 1905, P. L. 93, amending Section 3, of Act of June 13, 1883, P. L. 122.

Nothing in this article shall authorize the right of eminent domain to be given to any corporation by amendment of its charter, nor permit any change in the object and purposes of such corporation as shown by its original charter.

Section 4, Act June 13, 1883, P. L. 123. Prior acts relative to the amendment of charters are as follows: April 6, 1791, Section 2, 3 Sm. Laws, 20; October 13, 1840, Section 14, P. L. 6; May 8, 1854, Section 1, P. L. 674; May 7, 1855, P. L. 477.

Section 19. Corporations of the second class, the charters whereof are about to expire by lapse of time from their own limitation, may be rechartered, or the charters thereof renewed, by preparing and having approved and recorded the certificate named in Section two of this article. In addition to the requirements provided in said section for a new corporation, the certificate for a recharter shall state the fact that it is a renewal of the former charter, naming the corporation and the date of its first charter. It shall also be accompanied with a certificate, under the seal of the corporation, showing the consent of at least a majority in interest of such corporation to such recharter. It shall also state the financial condition of the said corporation at the date of such certificate, showing capital stock paid in, funded debt, floating debt, estimated value of property and cash assets, if any. It shall expressly accept the provisions of the constitution of this State, and of this act, and expressly surrender all privileges conferred upon such corporation by its original charter that are not enjoyed by corporations of its

class under this act or general laws of this Commonwealth. From the date of letters patent, the said rechartered corporation shall be and exist as a new corporation under the provisions of this act and of its said renewed charter; and all of the rights, privileges, powers, immunities, lands, property and assets, of whatever kind or character the same may be, possessed and owned by the said original corporation, shall vest in and be owned and enjoyed by the said rechartered corporation, as fully and with like effect as if its original charter had not expired, save as herein and by said certificate expressly stated otherwise; and all suits, claims and demands by said corporations in existence at the date of such recharter, shall and may be sued, prosecuted and collected, under the laws governing the said corporation prior to its recharter, and all claims and demands of every nature and character in existence at said recharter, may be collected from and off the said rechartered corporation as fully and with like effect as if no change had taken place.

Section 40, Act April 29, 1874, P. L. 73.

Section 20. Every corporation of the second class may in the manner provided by Section twelve, Article two, Chapter three, of this act sell, assign, dispose of and convey its franchises and all of its property, real, personal and mixed to any corporation created under or accepting the provisions of this act, and thereafter such vendor corporation shall cease to exist, and the said property and franchises, not inconsistent with any provision of this act shall thereafter be vested in the corporation so purchasing as aforesaid.

Section 5, Act of April 17, 1876, P. L. 33, amending Section 23, Act of April 29, 1874, P. L. 73.

Section 21. It shall be lawful for any corporation of the second class to buy and own the capital stock of, and to merge its corporate rights, powers and privileges with and into those of, any other corporation, so that by virtue of this act such corporations may consolidate, and so that all the property, rights, franchises and privileges then by law vested in either of such corporations so merged, shall be transferred to and vested in the corporation into which such merger shall be made: Provided, That nothing in this act shall be construed so as to permit railroad, canal, telegraph companies, which own, operate or in any way control parallel or competing roads, canals or lines, to merge or combine: And provided further, That any corporation formed for the purpose of carrying on any manufacturing business under the seventeenth or eighteenth clause of Section two of an act, entitled "An Act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, one thousand eight hundred and seventy-four, page seventy-three, with the powers conferred by Section thirty-eight or

Section thirty-nine of said act, may be merged and consolidated under the provisions of this act, with any other corporation formed for any purpose provided for in either the seventeenth or eighteenth clause of Section two of the act above cited; but nothing in this act contained shall extend or enlarge beyond its former territorial limits the exclusive franchise of any gas or water company.

Section 1, Act May 29, 1901, P. L. 349.

Said merger or consolidation shall be made under the conditions, provisions and restrictions, and with the powers herein set forth, to wit:

I. The directors of each corporation may enter into a joint agreement, under the corporate seal of each corporation, for the merger and consolidation of said corporations; prescribing the terms and conditions thereof, the mode of carrying the same into effect, the name of the new corporation, the number and names of the directors and other officers thereof, and who shall be the first directors and officers and their places of residence, the number of shares of the capital stock, the amount or par value of each share, and the manner of converting the capital stock of each of said corporations into stock of the new corporation, and how and when directors and officers shall be chosen with such other details as they shall deem necessary to perfect the said consolidation and merger; but said agreement shall not be effective unless the same shall be approved by the stockholders of said corporations, in the manner hereinafter provided.

II. Said agreement shall be submitted to the stockholders of each of said corporations, at separate special meetings, of the time, place and object of which respective meetings due notice shall be given by publication, once a week for two successive weeks before said respective meetings, in at least one newspaper in the county or each of the counties in which the principal offices of said respective corporations shall be situate; and at said meetings the said agreement of the directors shall be considered, and a vote of the stockholders in person or by proxy shall be taken, by ballot, for the adoption or rejection of the same, each share of stock entitling the holder thereof to one vote; and if a majority in amount of the entire capital stock of each of said corporations shall vote in favor of said agreement, merger and consolidation, then that fact shall be certified by the secretary of each corporation, under the seal thereof, and said certificates, together with the said agreement or a copy thereof, shall be filed in the office of the Secretary of the Commonwealth, whereupon the said agreement shall be deemed and taken to be the act of consolidation of said corporations.

Section 2, Act May 29, 1901, P. L. 349.

Section 22. Upon the filing of said certificates and agreement, or copy of agreement, in the office of the Secretary of the Commonwealth, the said merger shall be deemed to have taken place, and the said corporation to be one corporation under the name adopted in and by said agreement, possessing all the rights, privileges and franchises theretofore vested in each of them, and all the estate and property, real and personal, and the rights of action of each of said corporations, shall be deemed and taken to be transferred to and vested in the said new corporation without any further act or deed: Provided, That all rights of creditors and all liens upon the property of each of said corporations shall continue unimpaired, and the respective constituent corporations may be deemed to be in existence to preserve the same; and all debts, duties and liabilities of each of said constituent corporations shall thenceforth attach to the said new corporation, and may be enforced against it to the same extent and by the same process as if said debts, duties and liabilities had been contracted by it. But such merger and consolidation shall not be complete, and no such consolidated corporation shall do any business of any kind, until it shall have first obtained from the Governor of the Commonwealth new letters patent, and shall have paid to the State Treasurer a bonus of one-third of one per centum on all its corporate stock in excess of the amount of capital stock of the several corporations so consolidating, upon which the bonus required by law had been theretofore paid: And provided further, That new letters patent of such consolidated corporation shall not be issued by the Governor of the Commonwealth until each and every corporation, entering and forming the consolidated corporation, shall have filed with the Secretary of the Commonwealth a certificate from the Auditor General of the Commonwealth, setting forth that all reports required by the Auditor General of the Commonwealth have been duly filed, and that all taxes due the Commonwealth of Pennsylvania have been paid.

Act of March 31, 1905, P. L. 95, amending Section 3, Act May 29, 1901, P. L. 349.

A certified copy of said certificate and agreement, or copy of agreement, so to be filed in the office of the Secretary of the Commonwealth, shall be evidence of the lawful holding and action of such meetings, and of the merger and consolidation of said corporations.

Section 4, Act May 29, 1901, P. L. 349.

Section 23. If any stockholder or stockholders of any corporation which shall become a party to an agreement of merger and consolidation hereunder, shall be dissatisfied with or object to such consolidation, and shall have voted against the same at the stockholders'

meeting, it shall and may be lawful for any such stockholder or stockholders, within thirty days after the adoption of said agreement of merger and consolidation by the stockholders as herein provided, and upon reasonable notice to said corporation, to apply by petition to any court of common pleas of the county in which the chief office of such corporation may be situate, or to a judge of said court in vacation, if no court sits during said period, to appoint three disinterested persons to estimate and appraise the damages, if any, done to such stockholder or stockholders by said consolidation. Upon such petition, it shall be the duty of said court, or judge, to make such appointment; and the award of the persons so appointed, or of a majority of them, when confirmed by the said court, shall be final and conclusive; and the persons so appointed shall also appraise the share or shares of said stockholders in the said corporation, at the full market value thereof, without regard to any appreciation, or depreciation in consequence of the said consolidation, which appraisal, when confirmed by the said court, shall be final and conclusive; and the said corporation may, at its election, either pay to the said stockholder or stockholders the amount of damages so found and awarded, if any, or the value of the stock so ascertained; and upon the payment of the value of the stock as aforesaid, the said stockholder or stockholders shall transfer the stock so held by them to the said corporation, to be disposed of by the directors thereof or to be retained for the benefit of the other stockholders; and in case the value of said stock, as aforesaid, shall not be so paid within thirty days after the said award shall have been confirmed by said court, the damages so found and confirmed shall be a judgment against said corporation, and may be collected as other judgments in said court are by law recoverable.

Section 5, Act May 29, 1901, P. L. 349.

Section 24. The incorporation of any association of persons for the purposes named in the second and third chapters of this act, or accepting the provisions of this act, shall be held and taken to be of the same force and effect as if the powers and privileges conferred and the duties enjoined, had been conferred and enjoined by special act of the Legislature, and the franchises granted shall be construed according to the same rules of law and equity as if it had been created by special charter, and no modification or repeal of this act shall affect any franchise obtained under the provisions of the same.

Section 25, Act April 29, 1874, P. L. 73.

Section 25. Any corporation or corporations for any of the purposes named and covered by the provisions of this act, heretofore created by any special act or acts, or in existence under the provisions

of any general law of this Commonwealth, shall be entitled to all the privileges, immunities, franchises and powers conferred by this act upon corporations to be created under the same, upon filing in the office of the Secretary of the Commonwealth a certificate of a single corporation, or a joint certificate if two or more corporations, incorporated for and doing the same kind of business, under the seal or seals of said corporation or corporations, accepting the provisions of the constitution and of this act, duly authorized by a meeting of stockholders called for that purpose; and upon such acceptance, and approval by the Governor, he shall issue letters patent to said corporation, or if two or more corporations, to said corporations as one corporation, under such name as shall be designated by said corporation or corporations in said single or joint certificate, together with the amount and capital, number of shares and par value thereof, as shall be designated by said corporation or corporations in said certificate: Provided, That where two or more corporations shall make a joint certificate as aforesaid, and letters patent shall be issued to said new corporation, said corporations shall thenceforth be deemed, held and taken to be merged and consolidated, and be subject to all the limitations and liabilities of this act.

Section 6, Act of April 17, 1876, P. L. 33, amending Section 26, Act of April 29, 1874, P. L. 73.

Section 26. In all cases in which any corporation of the second class is permitted to take waters, streams, lands, property, materials or franchises for the public purposes thereof, and the said corporation cannot agree with the owner or owners of any such waters, streams, lands, materials or franchises for the compensation proper for the damage done or likely to be done to or sustained by any such owner or owners of such waters, streams, land or materials, which such corporation may enter upon, use or take away, in pursuance of the authority herein given, or by reason of the absence or legal incapacity of any such owner or owners no such compensation can be agreed upon, the court of common pleas of the proper county, on application thereto by petition, either by said corporation or by the owner or owners, or any one in behalf of either, shall appoint three discreet and disinterested freeholders of the proper county, and appoint a time, not less than ten nor more than twenty days thereafter, for said viewers to meet at or upon the premises where the damages are alleged to be sustained or the property taken, of which time and place five days' notice shall be given by the petitioner to the said viewers and the other party; and the said viewers, having been first duly sworn or affirmed, faithfully, justly and impartially to decide and true report to make concerning all matters and things to be submitted to them, and in relation to which they are authorized to

inquire, in pursuance of the provisions of this act, and having viewed the premises, they shall estimate and determine the quantity, quality and value of said lands, streams or property so taken or occupied, or to be taken or occupied, or the materials so used or taken away, as the case may be, and having a due regard to, and making just allowance for, the advantages which may have resulted, or which may seem likely to result, to the owner or owners of said streams, land or materials, in consequence of the making the improvements or conducting the operations of such corporation, or of the construction of works for which the property is to be taken; and after having made a fair and just comparison of said advantages and disadvantages, they shall estimate and determine whether any, and, if any, what amount of damages has been or may be sustained, and to whom payable, and make report thereof to the said court; and if any damages be awarded, and the report be confirmed by the said court, judgment shall be entered thereon; and if the amount thereof be not paid within thirty days after the entry of such judgment, execution may then issue thereon, as in other cases of debt, for the sum so awarded, and the costs and expenses incurred shall be defrayed by the said corporation; and each of the said viewers shall be entitled to one dollar and fifty cents per day for every day necessarily employed in the performance of the duties herein prescribed, to be paid by such corporation.

In all cases where the parties cannot agree upon the amount of damages claimed, or by reason of the absence or legal incapacity of such owner or owners no such agreement can be made, either for lands, streams, water, water-rights, franchises or materials, the corporation shall tender a bond, with at least two sufficient sureties, to the party claiming or entitled to any damages, or to the attorney or agent of any person absent, or to the guardian or committee of any one under legal incapacity, the condition of which shall be that the said corporation will pay, or cause to be paid, such amount of damages as the party shall be entitled to receive, after the same shall have been agreed upon by parties or assessed in the manner provided for by this act: Provided, That in case the party or parties claiming damages refuse or do not accept the bond as tendered, the said corporation shall then give the party a written notice, of the time when the same will be presented for filing in court, and thereafter the said corporation may present said bond to the court of common pleas of the county where the lands, streams, water or materials are, and if approved the bond shall be filed in said court for the benefit of those interested, and recovery may be had thereon for the amount of damages assessed, if the same be not paid or cannot be made by execution on the judgment in the issue formed to try the question.

The viewers provided for in this section may be appointed before or after the entry for constructing said work or taking materials therefor, and after the filing of the bond hereinbefore provided for; and, upon the report of said viewers being filed in said court, either party, within thirty days thereafter, may file his, her or their appeal from said report to said court. After such appeal either party may put the cause at issue in the form directed by said court, and the same shall then be tried by said court and a jury, and, after final judgment, either party may have a writ of error thereto from the Supreme Court, in the manner prescribed in other cases; the said court shall have power to order what notices shall be given connected with any part of the proceedings, and may make all such orders connected with the same as may be deemed requisite. If any exceptions be filed with any appeal to the proceedings, they shall be speedily disposed of; and, if allowed, a new view shall be ordered, and, if disallowed, the appeal shall proceed as before provided.

Act of May 5, 1911, P. L. 112, amending Section 41, Act of April 29, 1874, P. L. 73.

Section 27. It shall be the duty of the Secretary of the Commonwealth, for each odd-numbered year, to prepare and publish in separate pamphlet form, a certified list of all charters of corporation filed in his office, and incorporated under the provisions of this act, during the two years ending May thirty-first of said year, stating the style, title, purpose and location of every such corporation, and he shall prepare and publish a complete alphabetical index to the same. The number of copies of said pamphlet to be published shall be ten thousand, of which five hundred shall be for the use of the members of the Senate, one thousand for the use of the members of the House of Representatives, and eight thousand five hundred for distribution by the Secretary of the Commonwealth. The amount of capital of each corporation for which a charter is granted shall be set opposite the name of the corporation. The said pamphlet shall also contain a list of all foreign corporations which registered in this Commonwealth during said period, with the amount of capital mentioned in their certificates of registration, respectively, under the head of foreign corporations.

Act June 7, 1901, P. L. 530, amending Section 45, Act April 29, 1874, P. L. 107.

(COMP.)

CHAPTER IV.

PROVISIONS RELATIVE TO ALL CORPORATIONS FOR
PROFIT.

ARTICLE I.

GENERAL PROVISIONS.

Section 1. Hereafter no limited partnership, bank, joint stock association, association, corporation or company whatsoever, formed, erected, incorporated or organized by or under any law of this Commonwealth, general or special, or formed, erected, incorporated or organized under the laws of any other state, and doing business in this Commonwealth, shall go into operation, without first having the name of the institution or company, the date of incorporation or organization, the Act of Assembly or authority under which formed, incorporated or organized, the place of business, the post office address, the names of the president, chairman, secretary and treasurer or cashier, and the amount of capital authorized by its charter, and the amount of capital paid into the treasury, registered in the office of the Auditor General; and every limited partnership, bank, association, joint stock association, company or corporation whatsoever, now engaged in business in this Commonwealth shall within ninety days after the passage of this act register as herein required in the office of the Auditor General; all the corporations, companies, associations and limited partnerships aforesaid shall annually hereafter notify the Auditor General of any change in their officers; and any such institution or company which shall neglect or refuse to comply with the provisions of this section shall be subject to a penalty of five hundred dollars, which penalty shall be collected on an account settled by the Auditor General and State Treasurer in the same manner as taxes on capital stock are settled and collected.

Section 19, Act June 1, 1889, P. L. 420. Prior provisions of the same general tenor are as follows: Section 1, Act April 21, 1858, P. L. 419; Section 1, Act May 1, 1868, P. L. 108; Section 1, Act April 24, 1874, P. L. 68; Section 26, Act April 29, 1874, P. L. 73; Section 1, Act June 7, 1879, P. L. 112.

Section 2. Where publication is required by law in connection with the formation, amendment, increase or reduction of capital stock, conduct of business, merger, transfer of franchises, or dissolution of corporations, joint-stock companies, limited partnerships or partnership associations, such notice as is required shall be published in the legal journal, if any, of the proper county, in which court notices usually appear, which journal for such purposes shall be deemed a newspaper of general circulation. The rates charged for such publication shall not be in excess of the usual and current rates charged by such newspapers.

Act of May 3, 1909, P. L. 386.

Section 3. It shall be lawful for any corporation of this Commonwealth, heretofore or hereafter created by any general or special law, to change its corporate title by resolution of its board of directors, adopted by a two-thirds vote thereof, approved at any annual meeting, or special meeting duly called, of the stockholders by a two-thirds vote thereof. Upon such approval by the stockholders, it shall be the duty of the president of said corporation to file in the office of the Secretary of the Commonwealth a certificate, under the seal of the company, setting forth the resolution adopted by the board of directors and approved by the stockholders, the date of the adoption of such resolution by the board of directors and the date of its approval by the stockholders, the date of the original incorporation of the company, the Act of Assembly under which the said corporation was created, the name under which the said corporation was originally incorporated and all subsequent changes therein, and the name which the corporation desires to adopt.

The Secretary of the Commonwealth shall examine the records in his office, and, if he find that the name desired by said corporation does not conflict with the name of any corporation appearing upon said records, he shall require the said certificate to be recorded and shall issue to the said corporation a certificate, under his hand and the seal of his office, granting to said corporation the use of said new corporate title. The Secretary of the Commonwealth shall, upon the issuing of any such certificate, require the same to be recorded in a book kept for that purpose, and certify the said change in the corporate title to the Auditor General of this Commonwealth: Provided, That any corporation, required to record the original certificate of incorporation in the office for the recording of deeds, shall, before being entitled to use the new corporate title, record in the office for the recording of deeds, where the original certificate of incorporation was recorded, the said certificate granted by the Secre-

tary of the Commonwealth authorizing the use of the new corporate title: Provided also, That this section shall not apply to corporations not for profit.

Act of April 22, 1903, P. L. 251.

Section 4. It shall be lawful for any court of common pleas of the proper county to hear the petition of any corporation, under the seal thereof, by and with the consent of a majority of a meeting of the corporators, duly convened, praying for permission to surrender any power contained in its charter, or for the dissolution of such corporation; and if such court shall be satisfied that the prayer of such petition may be granted without prejudice to the public welfare, or the interests of the corporators, the court may enter a decree in accordance with the prayer of the petition, whereupon such power shall cease, or such corporation be dissolved: Provided, That the surrender of any such power shall not in any wise remove any limitation or restriction in such charter, and that the accounts of the managers, directors or trustees of any dissolved company shall be settled in such court and be approved thereby; and dividends of the effects shall be made among any corporators entitled thereto, as in the case of the accounts of assignees and trustees: Provided further, That no property devoted to religious, literary or charitable uses shall be diverted from the objects for which they were given or granted: Provided, That the decree of said court shall not go into effect until a certified copy thereof be filed and recorded in the office of the Secretary of the Commonwealth.

Act April 9, 1856, P. L. 293.

Section 5. In all corporations heretofore or hereafter incorporated under the laws of this Commonwealth, and in all foreign corporations heretofore or hereafter domesticated under the laws of this Commonwealth, the board of directors may consist of any number of persons not less than three. The number of directors may be increased or diminished, from time to time, by the stockholders of any such corporations, at any regular annual meeting or at any special meeting called for that purpose, of which notice shall be given as required by the by-laws; and it shall be lawful for any such corporation, by its by-laws, to authorize the board of directors to increase or decrease the number of the directors from time to time without a vote of the stockholders.

Act April 19, 1901, P. L. 80.

Section 6. It is hereby declared to be the true intent and meaning of the statute of limitations that no suit at law or in equity shall be brought against any stockholder or director in any corporation or association not formed under or accepting the provisions of

this act, so as to charge him with any claim for materials or moneys for which said corporation or association could be sued, or with any neglect of duty as such stockholder or director, except within six years after the delivery of the materials or merchandise, or the lending to or deposit of money with said corporation or association or the commission of such act of negligence by such stockholder or director.

Act of May 28, 1867, P. L. 48.

(COMP.)

CHAPTER IV.

ARTICLE II.

OFFICERS, DIRECTORS AND ELECTIONS.

Section 1. Stockholders of all corporations of this Commonwealth, wherever residing, who shall be entitled to vote at any corporate meeting or election thereof, shall have and be possessed of the right and power to vote thereat by proxy duly executed by the stockholder, either with or without notarial or other acknowledgement, but properly attested by the signature of a witness, and that one person may be constituted and act as proxy for any number of stockholders: Provided, however, That proxies dated more than two months prior to any such meeting or election shall not confer right to vote thereat.

All power to vote by proxy, in any association incorporated by any authority in this Commonwealth, or by the former proprietary government, shall be obtained and dated within six months previously to the time of holding the election or meeting of stockholders at which such proxy shall be presented, and shall not be used for any purpose or purposes except those therein expressed, nor shall any such proxy be given in blank, nor substitution thereof to a third person be admitted, any law or usage to the contrary notwithstanding: And provided also, That nothing herein contained shall be so construed as to alter or affect the provisions of the act entitled "An Act regulating banks," so far as relates to the dates of proxies.

Section 1, Act March 28, 1820, P. L. 169.

In all elections of officers in an association or company (incorporated as aforesaid) hereafter to be held by virtue of any law of this Commonwealth, whenever any person shall offer to the judges of such election any vote or votes, as attorney, proxy or agent for any other person, such person being required thereto by any judge of such election, or any stockholder in such association or company, shall, before his vote or votes shall be received, take and subscribe the following oath or affirmation: "I, _____, do solemnly swear (or affirm) that I have no interest, directly or indirectly, in the share upon which I shall vote at this election, that those shares are, to the best of my knowledge and belief, truly and in good faith owned by the persons in whose names they now stand, and that in voting at this election, I have not transferred any of the said shares, or caused them to be transferred, in trust or otherwise, for the purpose of increasing the votes at this election; and that I shall not violate in any manner, directly or indirectly, any provision of the act of incorporation, which limits the number of votes a stockholder may give in his own right." And the judges of such election are authorized to administer the aforesaid oath (or affirmation); and the said oath and all authorities or powers of attorney to vote by proxy, or as agent, shall be filed and preserved in the office of such association or company; and if any person shall wilfully and absolutely swear or affirm falsely in taking any oath or affirmation prescribed by this act, such person so offending shall, upon due conviction thereof, be subject to the pains and penalties which are by law prescribed for the punishment of wilful and corrupt perjury.

Section 2, Act March 28, 1820, P. L. 169.

None of the provisions of the act entitled "An Act to regulate proxies," passed the twenty-eighth day of March, one thousand eight hundred and twenty, shall be deemed to extend to any association incorporated for religious, charitable or literary purposes.

Act March 31, 1821, P. L. 180.

Section 2. The certificate of stock and transfer books, or either, of any corporation of this Commonwealth, shall be prima facie evidence of the right of the person named therein to vote thereon as the owner, either personally or by due proxy. If, however, objection is taken by an actual stockholder at the time the ballot is tendered, accompanied by a written statement under oath that the person in whose name such stock stands on such certificate, or transfer books, and who is offering to vote thereon either in his own right or by proxy, is not the owner thereof, either in his own right or as active trustee with the character of his trusteeship disclosed on the face of said certificate or transfer books, in connection with his name,

it shall be the duty of the judges of election to inquire and determine summarily whether the facts are as represented in such statement, and, if so, the vote or votes so tendered shall be rejected: Provided, however, That nothing in this section shall be held to prohibit executors, administrators, guardians or trustees created by last will and testament, or by decree of court, from voting on stock standing in the name of a decedent minor or other beneficiary.

Section 1, Act May 26, 1893, P. L. 141, amending and superseding Act May 7, 1889, P. L. 102.

In cases where, under the foregoing provision, the person named in the certificate, or transfer books, is not permitted to vote, the beneficial owner of such stock shall have the right to vote thereon upon furnishing to the judges of election satisfactory evidence of ownership.

Section 2, Act May 26, 1893, P. L. 141, amending Act of May 7, 1889, P. L. 102.

As between the pledgor and the pledgee of capital stock pledged to secure a specific loan, with a fixed period or periods of maturity, the right to vote shall be determined as follows: First, by the written agreement of the pledgor and pledgee. Second, in all other instances, the pledgor shall be held to be the owner and entitled to the right to vote.

Section 3, Act May 26, 1893, P. L. 141.

No stockholder shall be allowed to cast his vote for the election of any officer or officers of any oil or mining company, incorporated by the laws of this Commonwealth, unless such stockholder shall produce his certificate of stock, with power of attorney, properly stamped, or such other satisfactory evidence that he, she or they are bona fide the owners of such stock to be so voted, as the secretary and other officers of said company shall require.

Act April 15, 1867, P. L. 81.

Section 3. From and after the passage of this act, executors, administrators, guardians and trustees, whether created by last will and testament or by decree of the proper court, shall have the same right and power, either in person or by proxy, at all corporate meetings, to vote any and all shares of stock, by them held in such fiduciary capacity, in any corporation in this Commonwealth or organized under the laws of the same, as the deceased, or legal owner thereof had in his lifetime or during his legal ownership thereof. And where such stock is certified, or stands on the books of such

corporation in the name of, or has passed by operation of law or by virtue of any last will and testament to, more than two such executors, administrators, guardians or trustees, and dispute shall arise among them, the said shares of stock shall be voted by a majority of such executors, administrators, guardians and trustees, and in such manner and for such purposes as such majority shall authorize, direct or desire the same to be voted.

Act March 16, 1905, P. L. 42.

Section 4. Whenever a stock vote is duly demanded or required, or any subject submitted to the stockholders of any corporation of this Commonwealth for their action at any annual or special meeting, such vote may be taken at and certified to such meeting, or any adjournment thereof; or, if the annual election for directors shall, under provisions of the charter or laws governing such corporation, be held at a time which shall be within thirty days after the annual or special meeting at which such subject shall be submitted to the stockholders, then the vote on such subject may be taken at the same time and place, by the same persons, and in the same manner as the vote for directors or managers of such corporation shall be taken; or, if under provisions of the charter or laws governing such corporations, the annual election for directors or managers thereof shall not be held at a time which shall be within thirty days after the meeting at which such subject shall be submitted to the stockholders, then the stock vote upon such subject may be taken at any time within thirty days after such meeting, by three judges to be appointed, and at a time and place to be designated by the stockholders at said meeting, and the result of the vote shall be certified by the judges, under oath or affirmation, and their certificates shall be filed with the secretary of such corporation.

Act March 24, 1903, P. L. 50.

Section 5. Whenever the number of directors or managers of any corporation may be increased under authority of law, a majority of the whole number shall be necessary to constitute a quorum; and all laws inconsistent with this act be and the same are hereby repealed.

Act April 15, 1869, P. L. 29.

Section 6. It shall be lawful for the stockholders of any railroad, railway or other transportation company at any meeting, annual or otherwise, held after notice of intention to present thereto the subject to such classification, by a vote of a majority of the shares there represented, either in person or by proxy, to classify its directors or managers thereafter to be chosen into two, three or four classes each to contain an equal number unless the board shall consist of

a number which shall not be divisible into equal parts, in which case the excess which cannot thus be divided shall be added to the first class. At the next annual election of said corporation, held after such classification shall have been determined upon, directors or managers of the first class shall be elected to serve for the term of one year, and directors or managers of the second, third or fourth class shall be elected to serve for two, three or four years, respectively. At all ensuing elections of said corporation the stockholders shall only elect the number of directors or managers necessary to take the place of those whose term of office shall have then expired or be about to expire, and such directors or managers shall be elected for the longest term for which any class may be elected. Every vacancy which shall occur in any class of the members of the board shall be filled by the board until the next annual election for members of the class in which such vacancy shall occur. After any corporation shall have determined upon any such classification as that herein permitted, it shall not thereafter change the same, unless with the assent of the stockholders duly expressed at a meeting properly called. All laws or parts of laws inconsistent herewith are hereby repealed.

Act Feb. 9, 1901, P. L. 6.

(COMP.)

CHAPTER IV.

ARTICLE III.

CAPITAL STOCK.

Section 1. Any stockholder of any company incorporated under the laws of this Commonwealth shall be entitled to receive a certificate of the number of shares standing to his, her or their credit on the books of the corporation, which certificate shall be signed by the president, vice-president or other officer designated by the board of directors, countersigned by the treasurer and sealed with the common seal of the corporation, which certificate or evidence of stock ownership shall be transferable on such books at the pleasure of the holder, in person or by attorney, duly authorized as the by-laws may prescribe, subject however to all payments due or to become due there-

on; and the assignee or party to whom the same shall have been so transferred shall be a member of said corporation and have and enjoy all the immunities, privileges and franchises and be subject to all the liabilities, conditions and penalties incident thereto in the same manner as the original subscriber or holder would have been. And upon a sale of such stock in satisfaction of any debt for which it is pledged the purchaser shall have the right to compel a transfer of such stock upon the corporation books and the delivery of a proper certificate therefor.

Section 1, Act of June 24, 1895, P. L. 258.

Section 2. Any corporation created by special or general law shall, notwithstanding any limitation upon the amount of its capital stock, by such special or general act, have authority, with the consent of the persons holding the larger amount in value of its stock, to increase its capital stock to such an amount, in the aggregate, as it shall deem necessary to accomplish and carry on and enlarge the objects and purposes of its incorporation, such increase may be made at once or from time to time, as the stockholders aforesaid shall determine: Provided, That this section shall not apply to corporations organized for the purpose of carrying on the business of brewing or distilling of malt or other liquors.

Section 2, Act May 3, 1899, P. L. 190. See also Section 1 of the following Act of February 9, 1901, P. L. 3.

Section 3. The capital stock or indebtedness of any corporation may be increased from time to time, by the consent of the persons or bodies corporate holding the larger amount in value of the stock of such company, to such amount as such corporation is by law authorized to increase its capital stock or indebtedness: Provided, That no corporation shall increase the amount of its indebtedness beyond the amount of its capital stock subscribed, until the amount of its capital stock subscribed shall be fully paid in.

Section 1, Act April 18, 1874, P. L. 61.

Any corporation desirous of increasing its capital stock or indebtedness, as provided by this section shall, by a resolution of its board of directors, call a meeting of its stockholders therefor; which meeting shall be held at its chief office or place of business in this Commonwealth, and notice of the time, place and object of said meeting shall be published once a week for sixty days prior to such meeting, in at least one newspaper published in the county, city or borough wherein such office or place of business is situate.

Section 2, Act April 18, 1874, P. L. 61.

At the meeting so called, an election of the stockholders of such corporation shall be taken for or against such increase, which shall be conducted by three judges, stockholders of said corporation, appointed by the board of directors to hold said election; and if one or more of said judges be absent, the judge or judges present shall appoint a judge or judges, who shall act in the place of the judge or judges absent, and who shall respectively take and subscribe an oath or affirmation before an officer authorized by law to administer the same, well and truly, and according to law, to conduct such election to the best of their ability; and the said judges shall decide upon the qualification of voters, and when the election is closed, count the number of shares voted for and against such increase, and declare whether the persons or bodies corporate holding the larger amount of the stock of such corporation have consented to such increase or refused to consent thereto, and shall make out duplicate returns of said election, stating the number of shares of stock that voted for such increase, and the number that voted against such increase, and subscribe and deliver the same to one of the chief officers of said company.

Section 3, Act April 18, 1874, P. L. 61.

Each ballot shall have endorsed thereon the number of shares thereby represented, but no share or shares transferred within sixty days shall entitle the holder or holders thereof to vote at such election or meeting, nor shall any proxy be received or entitle the holder to vote unless the same shall bear date and have been executed within three months next preceding such election or meeting; and it shall be the duty of such corporation to furnish the judges at said meeting with a statement of the amount of its capital stock, with the names of persons or bodies corporate holding the same, and number of shares by each respectively held, which statements shall be signed by one of the chief officers of such corporation, with an affidavit thereto annexed that the same is true and correct to the best of his knowledge and belief.

Section 4, Act April 18, 1874, P. L. 61.

It shall be the duty of such corporation, if consent is given to such increase, to file in the office of the Secretary of the Commonwealth, within thirty days after such election or meeting, one of the copies of the return of such election provided for by the third clause of this section, with a copy of the resolution and notice calling the same, thereto annexed. The increase of the capital stock or indebtedness of such corporation made pursuant thereto, it shall be the duty of the president or treasurer of such corporation, within thirty days thereafter, to make a return to the Secretary of the Common-

wealth, under oath, of the amount of such increase, and in case of neglect or omission so to do, such corporation shall be subject to a penalty of five thousand dollars, which penalty shall be collected on an account settled by the Auditor General and State Treasurer, as accounts for taxes due the Commonwealth are settled and collected; and the Secretary of the Commonwealth shall cause said return to be recorded in a book kept for that purpose and furnish a certified copy of the same to the Auditor General.

Section 5, Act April 18, 1874, P. L. 61.

Every corporation shall, within sixty days, when requested by the Auditor General, render to him a report under the oath of its president or treasurer, of the amount of capital stock or bonded indebtedness issued pursuant to the preceding sections of this article, showing in case of stock to whom issued and the price or consideration received therefor, amount received, and from whom, in money, in labor and in other property; and if so requested, a detailed statement of the character, value and situation of the property so received; and in case of refusal or neglect so to do, shall be subject to a penalty of five thousand dollars for each and every thirty days thereafter such corporation shall refuse or neglect to make such report, which penalty or penalties shall be collected on an account or accounts settled from time to time by the Auditor General and State Treasurer, as accounts for taxes due the Commonwealth are settled and collected.

Section 6, Act April 18, 1874, P. L. 61.

Every company, except railroad, canal, turnpike, bridge or cemetery companies, and companies incorporated for literary, charitable or religious purposes, which shall increase its capital stock under the preceding sections of this article shall pay to the State Treasurer, for the use of the Commonwealth, a bonus of one-quarter of one per centum upon the amount of said increase, in two installments, the first to be due upon the filing of the certificate required by the preceding section of this act, to be filed in the office of the Secretary of the Commonwealth, and the second installment one year thereafter: Provided, That nothing in this act shall be construed to reduce the amount of bonus to be paid by any company having in its charter a special provision requiring the payment of a bonus at a higher rate than one-quarter of one per centum.

Section 7, Act April 18, 1874, P. L. 61.

Section 4. The capital stock or indebtedness, or both, of any corporation created by general or special law may, with the consent of the persons or bodies corporate holding the larger amount in value

of its stock, be increased to such an amount in the aggregate of each, without regard to the amount of the other, and regardless of any limitation upon the amount of either, prescribed in any general or special law regulating any such corporation, as it shall deem necessary to accomplish and carry on and enlarge the business and purposes of such corporation. Such increase of either may be made at once or from time to time, as the majority in interest of the stockholders shall determine, as aforesaid; and upon the authorizing of any such increase of indebtedness by the stockholders of such corporation, in the manner hereinafter provided, it shall be lawful for such corporation to secure the payment of the principal or interest, or both, of all or any part of such indebtedness, by mortgage, deed of trust, or other pledge or conveyance, by way of security, of all or any part of its real and personal property, rights, privileges, and franchises, and in such manner and upon such terms as its board of directors may determine.

Act April 22, 1905, P. L. 280, amending Section 1, Act February 9, 1901, P. L. 3.

Any such corporation desirous of so increasing its capital stock or indebtedness, or both, shall by resolution of its board of directors, adopted by a majority of the entire number thereof declare such purpose, and thereupon by resolution, similarly adopted, direct that the question of such proposed increase shall be submitted to the stockholders of such corporation for their consent; either,

(A). At any prescribed regular annual meeting or adjournment thereof, the notice whereof, stating inter alia that such subject would be considered thereat, shall have been published once a week for sixty days prior to such meeting in at least one newspaper published in the county, city or borough wherein the chief office or place of business of the corporation is situate. At said meeting the question shall be submitted to the stockholders, and it shall be the duty of the president and secretary of said meeting, by such agencies or methods as to them may seem meet, to ascertain whether the persons and bodies corporate holding the larger amount in value of the stock of said corporation shall have consented to such increase, and upon being so satisfied to certify in duplicate the fact, under oath duly administered: Provided, That should a stock vote be duly demanded at said meeting, it shall be the duty of the president and secretary, in ascertainment of the fact of the consent, to cause such vote to be taken at the same time and place, by the same persons and in the same manner, as the vote for directors or managers of such corporation shall be taken; or

(B). At a special meeting of the stockholders, notice of the time, place and object of which shall have been published once a week for

sixty days prior to said meeting in at least one newspaper published in the county, city or borough wherein such office or place of business is situated. At such meeting thus called, or any adjournment thereof, an election of the stockholders shall be taken for or against such increase, which shall be conducted by three judges, stockholders of such corporation, appointed by the board of directors to hold said election, and if one or more of said judges be absent the judge or judges present shall appoint a judge or judges who shall act in the place of the judge or judges absent; and said judges shall respectively take and subscribe an oath or affirmation before an officer authorized by law to administer the same, well and truly and according to law to conduct such election to the best of their ability; and the said judges shall decide upon the qualifications of voters, and when the election is closed count the number of shares voted for and against such increase, and declare whether the persons and bodies corporate holding the larger amount of the stock of such corporation have consented to such an increase or refused to consent thereto, and shall make out duplicate returns of said election, stating the number of shares of stock that voted for such increase and the number that voted against such increase, and subscribe and deliver the same to one of the chief officers of said company. Each ballot shall have endorsed thereon the number of shares thereby represented, but no share or shares transferred within sixty day shall entitle the holder or holders thereof to vote at such election or meeting; nor shall any proxy be received, or entitle the holder to vote, unless the same shall bear date and have been executed within four months next preceding such election or meeting; and it shall be the duty of such corporation to furnish the judges, at said meeting, with a statement of the amount of its capital stock, with the names of persons or bodies corporate holding the same, and number of shares by each respectively held, which statement shall be signed by one of the chief officers of such corporation, **with an affidavit** thereto annexed that the same is true and correct to the best of his knowledge and belief.

Section 2, Act February 9, 1901, P. L. 3.

It shall be the duty of such corporation, if consent is given to such increase, to file in the office of the secretary of the commonwealth, within thirty days after such election, one of the copies of the certificates of the president and secretary of the annual meeting, or one of the copies of the return of such election at the special meeting hereinbefore provided for, with a copy of the resolution and notice calling the same thereto annexed; and thereafter the increase may be made at such time or times as shall be determined by the directors. Upon the actual increase of the capital stock or indebt-

edness of such corporation made pursuant thereto, it shall be the duty of the president or treasurer of such corporation, within thirty days thereafter, to make a return to the secretary of the commonwealth, under oath, of the amount of such increase actually made, and concurrently therewith such corporation shall pay to the State Treasurer, for the use of the Commonwealth, such bonus on the actual increase shown by said return as shall then be prescribed by law. In case of neglect or omission to make said return, such corporation shall be subject to a penalty of five thousand dollars, in addition to the bonus, which penalty shall be collected on an account settled by the Auditor General and State Treasurer as accounts for taxes due the Commonwealth are settled and collected; and the secretary of the commonwealth shall cause said return to be recorded in a book for that purpose and furnish a copy of the same to the Auditor General.

Section 3, Act February 9, 1901, P. L. 3.

Nothing in this section shall compel resort to the process herein provided in the case of indebtedness contracted in the usual course of corporation business. Any proceeding for increase of capital stock or indebtedness, begun under existing law prior to and not completed at the date this section becomes effective, shall be consummated under the authority of this section if the antecedent proceeding shall have conformed to its requirements; but if such antecedent proceeding shall not have so conformed, then the proceeding shall be consummated under the provisions of the law existing prior to the passage of this act. The provisions of this section shall not inure to the benefit of any railroad, canal, or other transportation corporation unless such railroad, canal, or other transportation corporation shall, before claiming or using the benefits of this section, file in the office of the secretary of the commonwealth an acceptance of all the provisions of article seventeen of the constitution of this Commonwealth, which acceptance shall be made by resolution adopted at a regular or called meeting of the directors, trustees or other proper officers of such railroad, canal, or other transportation corporation, certified under the seal of the corporation, and a copy of which resolution, certified under the seal of the office of the secretary of the commonwealth, shall be evidence for all purposes.

Section 4, Act of February 9, 1901, P. L. 3.

Section 5. The capital stock of any corporation created by general or special law may be reduced from time to time by the consent of the persons or bodies corporate holding the larger amount in value

of the stock of such company provided that such reductions shall be below the amount of capital stock required by law for the formation of corporations formed for similar purposes.

Act April 22, 1905, P. L. 264, amending Section 1, Act June 8, 1893, P. L. 351.

Any corporation desirous of reducing its capital stock as provided by this section shall, by resolution of its board of directors, call a meeting of its stockholders therefor, which meeting shall be held in its chief office or place of business in this Commonwealth, and notice of the time, place and object of said meeting shall be published once a week for sixty days prior to such meeting in at least one newspaper published in the county, city or borough wherein such office or place of business is situate.

Section 2, Act of June 8, 1893, P. L. 351.

At the meeting so called, an election of the stockholders of such corporation shall be taken for or against such reduction, which shall be conducted by three judges, stockholders of said corporation, appointed by the board of directors to hold said election, and if one or more of said judges be absent, the judge or judges present shall appoint a judge or judges who shall act in the place of the judges absent, and who shall respectively take and subscribe an oath or affirmation before an officer authorized by law to administer the same well and truly and according to law, to conduct such elections to the best of their ability. The said judges shall decide upon the qualification of voters, and when the election is closed, count the number of shares voted for and against such reduction, and declare whether the persons or bodies corporate holding the larger amount of the stock of such corporation have consented to such reduction or refused to consent thereto, and shall make out duplicate returns of said election, stating the number of shares of stock that voted for such reduction and the number that voted against such reduction, and subscribe and deliver the same to one of the chief officers of said company.

Section 3, Act of June 8, 1893, P. L. 351.

Each ballot shall have endorsed thereon the number of shares thereby represented, but no share or shares transferred within sixty days entitle the holder or holders thereof to vote at such election or meeting, nor shall any proxy be received or entitle the holder to vote unless the same shall bear date and have been executed within three months next preceding such election or meeting, and it shall be the duty of such corporation to furnish the judges at said meeting with a statement of the amount of its capital stock with the names of

persons or bodies corporate holding the same, and number of shares by each respectively held, which statement shall be signed by one of the chief officers of such corporation with an affidavit thereto annexed that the same is true and correct to the best of his knowledge and belief.

Section 4, Act June 8, 1893, P. L. 351.

It shall be the duty of such corporation, if consent is given to such reduction, to file in the office of the Secretary of the Commonwealth, within thirty days after such election or meeting, one of the copies of the return of such election provided for by the third paragraph of this section, with a copy of the resolution and notice calling the same thereto annexed, and upon the reduction of the capital stock of such corporation made pursuant thereto, it shall be the duty of the president or treasurer of such corporation, within thirty days thereafter, to make a return to the Secretary of the Commonwealth, under oath, of the amount of such reduction, and in case of neglect or omission so to do, such corporation shall be subject to a penalty of five thousand dollars, which penalty shall be collected on an account settled by the Auditor General and State Treasurer as accounts for taxes due the Commonwealth are settled and collected, and the Secretary of the Commonwealth shall cause said return to be recorded in a book kept for that purpose and furnish a certified copy of the same to the Auditor General.

Section 5, Act of June 8, 1893, P. L. 351.

Every corporation heretofore or hereafter incorporated under the laws of this Commonwealth, saving and excepting those referred to in section two hereof, may—at the time of its incorporation, by provisions inserted in the certificate of incorporation, or at any later time with the consent of a majority in interest of its stockholders, obtained at a meeting to be called for that purpose, of which public notice shall have been given during sixty (60) days in a newspaper of the proper county, which county shall be that in which the principal office of the corporation in this Commonwealth shall be located,—issue preferred stock of such corporation. Said preferred stock may be issued in one or more classes, in such amounts for each class, without regard to the amount of any other class or the amount of common stock, and with such designations, rights, privileges, limitations, preferences, and voting powers, or prohibitions, restrictions, or qualifications of the voting and other rights and powers, and upon such terms as to redemption of any class thereof, at not less than par, or for its conversion into any other class of stock, common or preferred, as may be set forth in the original certificate of incorporation, or as may be approved and adopted by the corporation at the

time of the authorization and issuing thereof. The rate of preferred dividend for any class of stock shall not exceed ten (10) per centum per annum. Such preferred stock may be issued for cash or property, or through the conversion of stock, or through all or more than one of said methods.

Section 1, Act of May 28, 1913, P. L. 378.

This act shall not apply to the following classes by corporations; namely,—building and loan associations; insurance, banking, trust companies; and such companies as are required by the provisions of an act, entitled “An act to provide for the incorporation and regulation of certain corporations,” approved the twenty-ninth day of April, one thousand eight hundred and seventy-four (Pamphlet Laws, seventy-three), and supplements thereto, to have their charters approved by the courts of common pleas.

Section 2, Act of May 28, 1913, P. L. 378.

The rights and privileges, and terms and conditions, of any class of preferred stock, issued and outstanding as above provided, shall not thereafter be subject to alteration or change without the consent of all the holders of such class of stock; except as may be otherwise provided by the certificate of incorporation, or by the resolutions authorizing the issue of the same.

Section 3, Act of May 28, 1913, P. L. 378.

Section 7. It shall be lawful for any corporation, organized under the laws of this State, to change the par value or face value of the shares into which its capital stock is divided. Such change shall be authorized by a vote of a majority of the stockholders of any such company, present in person or by proxy at any annual meeting, or any special meeting duly called for that purpose. Such change of the par value of the capital stock shall not be taken to increase or diminish or change in any way, the total aggregate par value of the capital stock which said company may be authorized to issue or may have issued, but only to change the number of shares into which the same may be divided.

In case the stockholders, so present at such meeting, shall vote to increase or diminish the par value of the shares of the capital stock of the company, as above provided, it shall be the duty of the proper officers of the company to file a certificate of the fact in the office of the Secretary of the Commonwealth, under the seal of the corporation; and thereupon the proper officers of such corporation shall issue to the stockholders the proper number of shares of the capital

stock of the new par value, in exchange for outstanding shares of the former par value, upon the surrender of such outstanding shares by the respective holders and the cancellation thereof.

Act of July 2, 1901, P. L. 606.

Section 8. Hereafter any corporation, organized for profit, created by general or special laws, may purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of, the shares of the capital stock of, or any bonds, securities or evidences of indebtedness, created by, any other corporation or corporations of this or any other state, and while the owner of said stock may exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

Act July 2, 1901, P. L. 603.

Section 9. It shall be lawful for any railroad or other transportation corporation, created by or existing under the laws of this Commonwealth, from time to time to acquire, own and hold, pledge, sell or otherwise dispose of, the stock, bonds and other securities, or either and to guarantee the stock, bonds, and other securities or either, of any corporation of this Commonwealth or elsewhere engaged in the business of transportation, either on land or water, or owning an actual majority of the stock entitled to vote, of any corporation so engaged and also of any other warehouse, storage elevator or terminal company, whose business is incidental to the business of transportation in which the purchasing or guaranteeing corporation shall be authorized to engage.

Act April 23, 1903, P. L. 281, amending Act of April 4, 1901, P. L. 76.

(COMP.)

CHAPTER IV.

ARTICLE IV.

TRANSFER OF CAPITAL STOCK.

Section 1. Title to a certificate and to the shares represented thereby can be transferred only—

(a) By delivery of the certificate, indorsed either in blank or to a specified person, by the person appearing by the certificate to be the owner of the shares represented thereby, or

(b) By a delivery of the certificate and a separate document containing a written assignment of the certificate or a power of attorney to sell, assign, or transfer the same or the shares represented thereby, signed by the person appearing by the certificate to be the owner of the shares represented thereby. Such assignment or power of attorney may be either in blank or to a specified person.

The provisions of this section shall be applicable although the charter or articles of incorporation, or code of regulations or by-laws, of the corporation issuing the certificate, and the certificate itself, provide that the shares represented thereby shall be transferable only on the books of the corporation, or shall be registered by a registrar, or transferred by a transfer agent.

Section 1, Act of May 5, 1911, P. L. 126.

Section 2. Nothing in this article shall be construed as enlarging the powers of an infant or other person lacking full legal capacity, or of a trustee, executor, or administrator, or other fiduciary, to make a valid indorsement, assignment, or power of attorney.

Section 2, Act of May 5, 1911, P. L. 126.

Section 3. Nothing in this article shall be construed as forbidding a corporation—

(a) To recognize the exclusive right of a person registered on its books as the owner of shares to receive dividends, and to vote as such owner, or

(b) To hold liable for calls and assessments a person registered on its books as the owner of shares.

Section 3, Act of May 5, 1911, P. L. 126.

Section 4. The title of a transferee of a certificate under a power of attorney or assignment not written upon the certificate, and the title of any person claiming under such transferee, shall cease and determine if, at any time prior to the surrender of the certificate to the corporation issuing it, another person, for value in good faith, and without notice of the prior transfer, shall purchase and obtain delivery of such certificate with the indorsement of the person appearing by the certificate to be the owner thereof, or shall purchase and obtain delivery of such certificate and the written assignment or power of attorney of such person, though contained in a separate document.

Section 4, Act of May 5, 1911, P. L. 126.

Section 5. The delivery of a certificate to transfer title, in accordance with the provisions of section one of this article is effectual, except as provided in section seven, though made by one having no right of possession and having no authority from the owner of the certificate or from the person purporting to transfer the title.

Section 5, Act of May 5, 1911, P. L. 126.

Section 6. The indorsement of a certificate by the person appearing by the certificate to be the owner of the shares represented thereby is effectual, except as provided in section seven, though the indorser or transferer—

(a) Was induced by fraud, duress, or mistake to make the indorsement or delivery, or

(b) Has revoked the delivery of the certificate, or the authority given by the indorsement or delivery of the certificate, or

(c) Has died or become legally incapacitated after the indorsement, whether before or after the delivery of the certificate, or

(d) Has received no consideration.

Section 6, Act of May 5, 1911, P. L. 126.

Section 7. If the indorsement or delivery of a certificate—

(a) Was procured by fraud or duress, or

(b) Was made under such mistake as to make the indorsement or delivery inequitable, or

If the delivery of a certificate was made—

(c) Without authority from the owner, or

(d) After the owner's death or legal incapacity, the possession of the certificate may be reclaimed and the transfer thereof rescinded, unless:

One. The certificate has been transferred to the purchaser for value, in good faith, without the notice of any facts making the transfer wrongful, or—

Two. The injured person has elected to waive the injury, or has been guilty of laches in endeavoring to enforce his rights.

Any court of appropriate jurisdiction may enforce specifically such right to reclaim possession of the certificate, or to rescind the transfer thereof, and, pending litigation, may enjoin the further transfer of the certificate or impound it.

Section 7, Act of May 5, 1911, P. L. 126.

Section 8. Although the transfer of a certificate or of shares represented thereby has been rescinded or set aside, nevertheless, if the transferee has possession of the certificate or of a new certificate representing part or the whole of the same shares of stock, a subse-

quent transfer of such certificate by the transferee, mediately or immediately, to a purchaser for value in good faith, without notice of any facts making the transfer wrongful, shall give such purchaser an indefeasible right to the certificate and the shares represented thereby.

Section 8, Act of May 5, 1911, P. L. 126.

Section 9. The delivery of a certificate by the person appearing by the certificate to be the owner thereof without the indorsement requisite for the transfer of the certificate and the shares represented thereby, but with intent to transfer such certificate or shares, shall impose an obligation, in the absence of an agreement to the contrary, upon the person so delivering, to complete the transfer by making the necessary endorsement. The transfer shall take effect as of the time when the indorsement is actually made. This obligation may be specifically enforced.

Section 9, Act of May 5, 1911, P. L. 126.

Section 10. An attempted transfer of the title to a certificate or to the shares represented thereby without delivery of the certificate shall have the effect of a promise to transfer, and the obligation, if any, imposed by such promise shall be determined by the law governing the formation and performance of contracts.

Section 10, Act of May 5, 1911, P. L. 126.

Section 11. A person who for value transfers a certificate, including one who assigns for value a claim secured by a certificate, unless a contrary intention appears, warrants—

- (a) That the certificate is genuine.
- (b) That he has a legal right to transfer it, and
- (c) That he has no knowledge of any fact which would impair the validity of the certificate.

In the case of an assignment of a claim secured by a certificate, the liability of the assignor upon such warranty shall not exceed the amount of the claim.

Section 11, Act of May 5, 1911, P. L. 126.

Section 12. A mortgagee, pledgee, or other holder for security of a certificate, who in good faith demands or receives payment of the debt for which such certificate is security, whether from a party to a draft drawn for such debt or from any other person, shall not by so doing be deemed to represent or to warrant the genuineness of such certificate, or the value of the shares represented thereby.

Section 12, Act of May 5, 1911, P. L. 126.

Section 13. No attachment or levy upon shares of stock for which a certificate is outstanding, shall be valid until such certificate be actually seized by the officer making the attachment or levy, or be surrendered to the corporation which issued it, or its transfer by the holder be enjoined. Except where a certificate is lost or destroyed, such corporation shall not be compelled to issue a new certificate for the stock until the old certificate is surrendered to it.

Section 13, Act of May 5, 1911, P. L. 126.

Section 14. A creditor whose debtor is the owner of a certificate shall be entitled to such aid from courts of appropriate jurisdiction by injunction and otherwise, in attaching such certificate or in satisfying the claim by means thereof, as is allowed at law or in equity in regard to property which cannot readily be attached or levied upon by ordinary legal process.

Section 14, Act of May 5, 1911, P. L. 126.

Section 15. There shall be no lien in favor of a corporation upon the shares represented by a certificate issued by such corporation, and there shall be no restriction upon the transfer of shares so represented, by virtue of any by-law of such corporation, or otherwise, unless the right of the corporation to such lien or the restriction is stated upon the certificate.

Sec. 15, Act of May 5, 1911, P. L. 126.

Section 16. The alteration of a certificate, whether fraudulent or not, and by whomsoever made, shall not deprive the owner of his title to the certificate and the shares originally represented thereby, and the transfer of such a certificate shall convey to the transferee a good title to such certificate and to the shares originally represented thereby.

Section 16, Act of May 5, 1911, P. L. 126.

Section 17. Where a certificate has been lost or destroyed, a court of competent jurisdiction may order the issue of a new certificate therefor on service of process upon the corporation and on reasonable notice by publication, and in any other way which the court may direct, to all persons interested, and upon satisfactory proof of such loss or destruction, and upon the giving of a bond, with sufficient surety to be approved by the court, to protect the corporation or any person injured by the issue of the new certificate from any liability or expense which it or they may incur by reason of the original certificate remaining outstanding. The court may also, in its discretion, order the payment of the corporation's reasonable costs and counsel fees.

The issue of a new certificate under an order of the court, as provided in this section, shall not relieve the corporation from liability in damage to a person to whom the original certificate has been or shall be transferred, for value, without notice of the proceedings or of the issuance of the new certificate.

Section 17, Act of May 5, 1911, P. L. 126.

Section 18. In any case not provided by this article, the rules of law and equity, including the law merchant, and in particular the rules relating to the law of principal and agent, executors, administrators, and trustees, and to the effect of fraud, misrepresentation, duress or coercion, mistake, bankruptcy, or other invalidating cause, shall govern.

Section 18, Act of May 5, 1911, P. L. 126.

Section 19. This article shall be so interpreted and construed as to effectuate its general purpose to make uniform the law of those states which enact it.

Section 19, Act of May 5, 1911, P. L. 126.

Section 20. A certificate is indorsed when an assignment or power of attorney to sell, assign, or transfer the certificate or the shares represented thereby is written on the certificate and signed by the person appearing by the certificate to be the owner of the shares represented thereby, or when the signature of such person is written without more upon the back of the certificate. In any of such cases a certificate is indorsed though it has not been delivered.

Section 20, Act of May 5, 1911, P. L. 126.

Section 21. The person to whom a certificate was originally issued is the person appearing by the certificate to be the owner thereof, and of the shares represented thereby, until and unless he indorse the certificate to another specified person; and thereupon such other specified person is the person appearing by the certificate to be the owner thereof, until and unless he also indorse the certificate to another specified person. Subsequent special indorsements may be made with like effect.

Section 21, Act of May 5, 1911, P. L. 126.

Section 22. One. In this article, unless the context or subject matter otherwise requires—

“Certificate” means a certificate of stock in a corporation organized under the laws of this state or of another state whose laws are consistent with this act.

“Delivery” means voluntary transfer of possession from one person to another.

“Person” includes a corporation or partnership, or two or more persons having a joint or common interest.

“To purchase” includes to take as mortgagee or as pledgee.

“Purchaser” includes mortgagee and pledgee.

“Shares” means a share of stock in a corporation organized under the laws of this state or of another state whose laws are consistent with this act.

“State” includes state, territory, district, and insular possessions of the United States.

“Transfer” means transfer of legal title.

“Title” means legal title, and does not include a merely equitable or beneficial ownership or interest.

“Value” is any consideration sufficient to support a simple contract. An antecedent or pre-existing obligation, whether for money or not, constitutes value where a certificate is taken either in satisfaction or as security therefor.

Two. A thing is done “in good faith” within the meaning of this act, when it is in fact done honestly, whether it be done negligently or not.

Section 22, Act of May 5, 1911, P. L. 126.

Section 23. The provision of the foregoing section of this article shall apply only to certificates issued after the fifth day of May, one thousand nine hundred and eleven.

Section 23, Act of May 5, 1911, P. L. 126.

Section 24. All certificates of stocks and loans which have been or may hereafter be issued by this Commonwealth, or by any municipal or other corporation, shall be transferable by the legal owner thereof, without any liability on the part of the transfer agents of the Commonwealth, or the municipal or other corporation permitting such transfers, to recognize or see to the execution of any trust, whether expressed, implied or constructive, to which such stocks or loans may be subject, unless when such transfer agents of the Commonwealth, or officers of such municipal or other corporation,

charged with the duty of permitting such transfer to be made, shall have previously received actual notice in writing, signed by or on behalf of the person or persons for whom such stocks or loans appear by the certificate thereof, to be held in trust that the proposed transfer would be a violation of such trust.

Act of May 23, 1874, P. L. 222.

Section 25. It shall and may be lawful for any executor, administrator or other person representing the estate of any decedent, or for any guardian or other legal representative of the estate of a minor, acting under letters testamentary or of administration, or other authority, granted by or under the laws of any other State or Territory of the United States, or of any kingdom, state, sovereignty or country, to transfer any or all shares of stock and registered loan, or either, of any incorporated company of this Commonwealth standing in the name of any decedent minor, or cestui que trust, and to receive the dividends and interest, or either thereof, whenever a duly authenticated copy of the will or other grant of authority under which such transfer or receipt is proposed to be made, shall have been filed in the office of the register of wills for the county in which such incorporated company has its transfer office or principal place of business; and all transfers of stock or loans or receipts for dividends or interest, heretofore made by foreign executor, administrator, guardian and others acting as aforesaid are hereby validated.

Act April 8, 1872, P. L. 44.

(COMP.)

CHAPTER IV.

ARTICLE V.

INDEBTEDNESS AND INVESTMENTS OF CORPORATIONS.

Section 1. It shall and may be lawful for any corporation existing by or under the authority of any law of this Commonwealth, which shall have mortgaged any part of its estate, corporate property and franchises for the security of all or any portion of its bonded indebtedness, to mortgage its remaining estate, corporate property and

franchises, or any part of the same, as a further and additional security for the same bonded indebtedness: Provided, however, that no lien then existing upon such remaining estate, property and franchises, shall be thereby impaired or affected.

Act of May 15, 1874, P. L. 186.

Section 2. Bonds which have been or which may be issued by the State of Pennsylvania, or by any county, city, municipal authority or corporation therein, payable to bearer, may, at the option and at the expense of the holder thereof, be returned, and new registered bonds of the same or of a larger denomination, to the aggregate amount thereof, be issued, payable at the same time and place as the bonds so retired, to the order of the holder of said registered bonds and be transferable only in the presence of the register, transfer agent, clerk, or other person duly authorized by such state, county, city, municipal authority or corporation to keep the transfer book and make such exchanges and transfers, which book of transfers the parties or corporation issuing such bonds are hereby required to keep; and for the interest due or to become due on the bonds so retired as aforesaid, it shall be lawful for the obligors to issue interest certificates, at the same rate of interest, due at the same time and place as the original coupons corresponding with the denominations of the registered bonds, and payable to the order of the holder of said registered bond: Provided, That nothing heretofore properly and lawfully done under or in pursuance of the said first section, shall be impaired or invalidated by reason of this amendment.

Section 1, Act of May 2, 1879, P. L. 47, amending Sec. 1, Act April 28, 1873, P. L. 87.

Section 3. And it shall further be lawful for any corporate body, as aforesaid, which shall issue or may have issued coupon bond or bonds payable to bearer, to register any such original bond or bonds in the name of the holder thereof, and upon his or her request, and at his or her expense, and stamp or print in large type, or write upon the face thereof, that the same will only be paid to the order of the registered holder thereof; and from and after such stamping, printing or writing, such bonds shall only be transferable in the manner provided for in the preceding section, unless the holder shall make them payable to bearer by a properly attested assignment to that effect such bond shall continue subject to successive registrations, limitations or transfers to bearer, at the option of each holder; and the word registered stamped, printed or written upon the coupon of such bonds, shall be legal notice that they are no longer payable to bearer but to the order of the party in whose name the bond to which the coupon is attached, shall be registered,

unless the last assignment thereon duly executed, shall be to the bearer, in which event the coupon shall be payable as in other cases of coupon bonds to bearer.

Section 2, May 1, 1873, P. L. 87.

Section 4. It shall be lawful for the holder or holders of any such coupon bond, payable to bearer, to stamp, print or write on the face thereof "payable to endorsed holder," and to endorse thereon "pay to the order of _____," signing, his, her or their names thereto in the presence of some officer authorized to take the acknowledgment of deeds, who shall attest the same under his hand and seal, and said bond, thereafter, shall only be payable to the legal holder thereof, or the legal representative of such holder; such bond or bonds shall continue subject to successive transfers in the same manner, and with like force and effect by the person thus legally holding the same; and the holder of such bond may stamp, print or write on the coupon thereof "endorsed," and such stamping, printing or writing on the face and coupons of such bond, shall be notice that they are no longer payable to bearer, but to the endorsed holder, or order, or the legal representatives thereof, unless the last endorsement shall be to bearer when they shall be payable as other coupon bonds to bearer.

Section 3, May 1, 1873, P. L. 87.

Section 5. Registrations made, or to be made, of such bonds, in the manner herein provided, or in such other manner as may have been adopted between the makers and holders thereof, shall be valid; and the foregoing provisions shall not be construed as repealing special enactments in regard to the transfer of bonds of any corporation, nor shall the transfer of any bond or bonds in the manner herein provided impair any security or the lien of any mortgage, which may have been given to secure the payment thereof, or the rights, duties and powers of any trustee in relation thereto.

Section 4, Act May 1, 1873, P. L. 87.

Section 6. It shall and may be lawful for any incorporated company of this Commonwealth, or elsewhere, to subscribe for and take shares of stock in any company incorporated for the purposes named in section thirty-eight of the "corporation act of one thousand eight hundred and seventy-four," or to purchase the bonds or stock of such company or guarantee the payment of said bonds and the interest thereon, or either principal or interest; and it shall and may be lawful for any manufacturing company of this Commonwealth incorporated for purposes named in said section thirty-eight of the said act to subscribe for, purchase, hold and dispose of bonds or

stocks in any incorporated company of this Commonwealth, or elsewhere, or to guarantee the payment of such bonds and the interest thereon, or either principal or interest: Provided, That this section does not permit any corporation named herein to hold a majority of the stock of any railroad company or other common carrier.

Act of June 17, 1887, P. L. 411, Sec. 3.

Section 7. It shall and may be lawful for any and all companies incorporated or organized under the laws of this Commonwealth, including those authorized thereby to transport merchandise or other property, and also for the directors, managers or trustees thereof, with the approval of the stockholders, to invest the surplus or other funds or earnings of such companies in mortgages on improved real estate, in ground rents, in the loans of the United States, in the purchase from holders thereof of any of the shares of the capital stock of the respective company, and also in the public debt of the State of Pennsylvania, or of the city of Philadelphia, or in other good stocks or securities, and to sell and transfer the same, and to reinvest the proceeds of such sales in securities or stocks of like kind, and to prescribe, by resolution of the directors, or the by-laws of the company, or otherwise, the mode of making such investments, purchases and sales, with the approval of the stockholders, and the amount or amounts thereof to be purchased, and the price or prices to be paid or received therefor, and the reinvestment of the proceeds thereof, and to make such compensation as the said directors, managers or trustees may deem proper to any director, manager, trustee, treasurer or other agent or officer of such company, for the keeping, receiving, paying, investing or re-investing of any of the moneys belonging to the said company, or for any other services performed by him or them as agents of the company or otherwise.

Such companies may change and fix the time of holding their annual election for directors to such a day as they may select. A certificate of such change duly authenticated by the proper officers of the company shall be filed with the Auditor General within thirty days after such change shall have been made.

Act March 31, 1868, P. L. 50.

Section 8. Each of the several courts of common pleas of this Commonwealth shall have and exercise all the powers of a court of chancery, in all cases of or for enforcing rights under mortgages of the property or franchises of any coal, iron, steel, lumber or oil, or any mining, manufacturing or transportation corporation, where such property or franchises, or any part thereof, shall be situate or exercis-

able within the limits of this Commonwealth, and belong to or be exercisable by any domestic corporation or any foreign corporation under permission granted by the laws of this Commonwealth.

When the corporation shall have either voluntarily appeared to any suit brought under or covered by this section, or shall have been duly served with process, the court in which such suit is or shall be pending shall have jurisdiction of the subject matter, irrespective of the local situation in this State of the mortgaged premises; and its process to enforce any interlocutory or final order or decree made by such courts, in relation to the preservation, custody, sale or other disposition of the mortgaged premises, may be executed within any county of the State: Provided, That where such mortgage shall have been given by a corporation having a corporate existence in this State only, the proceedings upon the said mortgage shall be had either in the county within which the principal office of the said company is located or in the county in which all or part of the mortgaged premises is situated.

Section 2, Act March 23, 1877, P. L. 32, The proviso is as amended by Act of June 24, 1885, P. L. 151.

(COMP.)

CHAPTER IV.

ARTICLE VI.

REAL ESTATE.

Section 1. In all cases where the real estate of any corporation shall be sold at sheriff's sale for the payment of bona fide debts, the purchasers shall receive titles discharged from any right of forfeiture to the Commonwealth by reason of misnomer, limitation or defect of power in the said corporation to purchase and hold said lands; and the purchase money shall be distributed according to priority among the lien creditors, as in other cases.

Section 2, Act April 30, 1844, P. L. 532.

Section 2. In case of any duly authorized sale, letting or mortgaging by a corporation, the same shall not be invalidated by any informality in the execution or acknowledgment of any conveyance,

mortgage or other instrument by any officer of such corporation for carrying the same into effect: Provided, That no defect in substance shall be deemed to be cured hereby.

Section 3, Act June 8, 1881, P. L. 69.

Section 3. A corporation may acknowledge any deed, conveyance, mortgage or other instrument of writing by an attorney appointed by such corporation, and such appointment may be embodied in said deed, conveyance, mortgage or other instrument of writing in substantially the following form: The (name of corporation), doth hereby constitute and appoint (name of appointee) to be its attorney for it, and in its name and as and for its corporate act and deed to acknowledge this (name of instrument) before any person having authority by the laws of the Commonwealth of Pennsylvania to take such acknowledgment, to the intent that the same may be duly recorded.

Section 1, Act May 11, 1901, P. L. 171.

Such acknowledgement may be made before any person or officer now or hereafter to be authorized by the laws of this Commonwealth to take acknowledgements of deeds or other instruments of writing, whose certificate of such acknowledgment shall be in substantially the following form: I hereby certify that on this day of , in the year of our Lord before me, the subscriber, (title of officer taking acknowledgement) personally appeared (name of attorney) the attorney named in the foregoing (name of instrument), and by virtue and in pursuance of the authority therein conferred upon him, acknowledged the said (name of instrument) to be the act of the said (corporation's name). Witness my hand and seal the day and year aforesaid.

Section 2, Act May 11, 1901, P. L. 172.

All acknowledgments or proofs of deeds, conveyances, mortgages or other instruments of writing made by corporations prior to the passage of this act, are hereby validated and confirmed. All acts or parts of acts inconsistent herewith are hereby repealed.

Sections 3 and 4, Act May 11, 1901, P. L. 172.

Section 4. No real or personal property, the title to which is or may be held by or in the name of any corporation of this State, authorized by its charter or general law to hold the same, shall be escheated to the Commonwealth, nor shall, in any judicial proceeding, any inference of any relation of trust or agency arise, by reason of

the character or residence of the shareholders holding the whole or part of the capital stock of such corporation, nor because the beneficial ownership of said property in whole or in part, is or has been in any person or persons, corporation or corporations prohibited from holding the name.

Section 1, Act June 2, 1887, P. L. 302.

Said lands and property shall again become liable to escheat, as already provided by law, if said corporations shall continue to hold said lands and property exceeding five years after the passage of this act, and an information in the nature of quo warranto or other proper proceeding shall be filed or brought by this Commonwealth to escheat the same: Provided, That no railroad, canal or other transportation company of this State, nor any corporation, in whose name the title to other lands or property is held, shall plead or have the benefit of this act, unless it shall have previously filed with the Secretary of the Commonwealth a certificate in writing, signed by the president and secretary, and attested by the corporate seal of the company, stating that, at a regular or special meeting of said board of directors, a resolution in pursuance to the consent of the stockholders, was adopted, accepting all the provisions of the seventeenth article of the Constitution of this State, and that all the powers of and privileges and the limitations and restrictions mentioned therein shall be deemed and taken for all purposes to apply to said corporation. No such certificate shall be made by the officers, aforesaid, without the consent of the stockholders of the corporation, at a general or special meeting first had and obtained: And provided further, That no railroad, canal or other transportation company shall plead or have the benefit of this section, unless it shall have previously filed, with the Secretary of the State, its acceptance of all the provisions of Article seventeen of the Constitution of this State, in manner and form as provided by law.

Section 2, Act June 2, 1887, P. L. 302.

CHAPTER IV.

ARTICLE VII.

EMINENT DOMAIN.

Section 1. In all cases of damages assessed against any municipal or other corporation, or individual or individuals, invested with the privilege of taking private property for public use, for property taken, injured or destroyed by the construction or enlargement of their works, highways or improvements, whether such assessment shall have been made by viewers or otherwise than upon a trial in court, and an appeal is not provided for or regulated by existing laws, an appeal may be taken by either party to the court of common pleas of the proper county, within thirty days from the ascertainment of the damages, or the filing of a report thereof in court, pursuant to any general or special act, and not afterwards.

Section 1, Act June 13, 1874, P. L. 283.

Any appeal taken pursuant to this section, shall be signed by the party or parties taking the same, or by his or their agent or attorney, and shall be accompanied by an affidavit of the party appellant, or his or their agent or attorney, that the same is not taken for the purpose of delay, but because the affiant firmly believes that injustice has been done.

Section 2, Act June 13, 1874, P. L. 283.

Any party entitled to an appeal under the eighth section of the sixteenth article of the constitution, or who would be entitled to an appeal in any future case under this act under the same circumstances, shall have the right to take an appeal from any assessment of damages, or re-assessment or ascertainment thereof as aforesaid, made or filed on or after the first day of January of the present year, and before the passage of this act; but such appeal shall be taken within thirty days after the passage of this act, and in conformity with the second section thereof.

Section 3, Act June 13, 1874, P. L. 283.

Section 2. In any and every action brought to ascertain or recover damages caused to any owner of lands by reason of the appropriation of a right of way or easement in the lands of such owner by

any municipal or other corporation invested with and having the right of eminent domain as now authorized by the laws of Pennsylvania, where such owner of lands and such municipal or other corporation cannot agree upon the amount of damage done or properly payable to said owner for the appropriation of a right of way or easement in said lands, the parties may, by agreement with each other, waive the right to have such damages assessed as is now required by law, and such owner may thereupon file his statement and claim in the court of common pleas of the proper county and rule the defendant to plead thereto within fifteen days from notice of such rule, duly served upon said corporation, and the said suit shall be proceeded with the same as if an award of viewers had been filed and an appeal had been taken therefrom.

Section 1, Act of May 21, 1895, P. L. 89.

Either party to such action as is referred to in Section one of this act shall have the right during the trial of such action, on motion to the judge presiding at such trial, to demand and have the jury which may be selected to try said cause visit and view the premises over or through which the right of way or easement mentioned in Section one of this act may extend, before rendering a verdict in such case.

Section 2, Act of May 21, 1895, P. L. 89.

Section 3. No corporation now incorporated under the laws of this State, or which shall hereafter be incorporated thereunder, shall exercise the right of eminent domain as against the land now occupied by any building which was used during the Colonial or Revolutionary period as a place of assembly by the Council of the Colony of Pennsylvania, or by the Supreme Executive Council of the Commonwealth of Pennsylvania, or by the Congress of the United States; or as against the land now occupied by any fort, redoubt, or blockhouse erected during said Colonial or Revolutionary period; or as against any building used as headquarters by the Commander-in-chief of the Continental Army; or as against the site of any such building, fort, redoubt, blockhouse or headquarters which said building, fort, redoubt, blockhouse or headquarters, or site thereof, is now or shall hereafter be preserved for its historic memories and associations, and not for private profit: Provided, That the said Colonial and Revolutionary period, as applied to the buildings, forts, redoubts, blockhouses or headquarters, or the sites thereof, as aforesaid, shall be taken as ended on the third day of September, Anno Domini one thousand seven hundred and eighty-three.

Act May 10, 1907, P. L. 196.

Section 4. When any municipality, corporation, or company, having the right to acquire lands, buildings or other property by virtue of the laws of eminent domain, has tendered a bond in sufficient sum to secure the owner or lessee for damages, and the same has been accepted, or, if the acceptance of said bond has been refused, and the same has been filed in and approved by the court, such municipality, corporation, or company shall have the right to immediate possession thereof. If the owner, lessee, or occupier shall refuse to remove his personal property therefrom, or give up possession thereof, the petitioner in the proceedings may serve written notice upon such owner, lessee, or his agent, or the occupier, to remove his personal property therefrom, and give up possession of said lands, buildings or other property, within sixty days from the date of the service of said notice.

Section 1, Act June 7, 1907, P. L. 461.

Section 5. If the owner, lessee, or occupier of said lands, buildings or other property shall refuse or neglect to remove his personal property therefrom and give possession thereof, upon proof of the service of the notice, specified in Section one of this act, in the office of the prothonotary for the county in which said lands, buildings or other property is located, a writ of habere facias possessionem shall forthwith issue, directing the sheriff to give to the party entitled thereto full and peaceable possession as is provided for by existing laws.

Section 2, Act June 7, 1907, P. L. 461.

Section 6. In all cases where an easement on land has been acquired under proceedings in condemnation by any corporation possessing the right of eminent domain, and the same has been vacated and ceased to be used and occupied by any such corporation for a period of fifteen years or upwards, then and in that case said easement shall be held to have terminated and the original owner, his heirs and assigns, shall hold the title to the said land divested of said easement: Provided, That nothing in this act shall be held to apply to or affect any case where the fee simple title has been vested in the corporation ceasing to use or occupy said land, nor to affect, alter, qualify or repeal the act of the General Assembly of this Commonwealth, entitled "An act relating to straightened or improved lines of railroad," approved the third day of April, one thousand eight hundred and seventy-two.

Section 1, Act June 10, 1893 (P. L. 415).

Section 7. When any person or persons, natural or artificial, shall be in possession of any lands or tenements in this Commonwealth, claiming to hold or own possession of the same by any right

or title whatsoever, which right or title or right of possession shall be disputed or denied by any person or persons as aforesaid, it shall be lawful for any such person to apply by bill or petition to the court of common pleas of the county where such land is situate, setting forth the facts of such claim of title and right of possession, and the denial thereof by the person or persons therein named, and thereupon the said court shall grant a rule upon such person or persons, so denying such right, title or right of possession, to appear at a time to be therein named, and to show cause why an issue shall not be framed in said courts between the parties, to settle and determine their respective rights and title in and to said land. Twenty days' notice of such rule shall be given.

And, if upon the hearing of such rule, it shall appear to the court that the facts set forth in such petition are true, it shall be the duty of the court thereupon to frame an issue of such forms as the court shall deem proper between the respective parties to settle and determine the right and title of the respective parties to said land, and the verdict of the jury in such issue shall have the same force and effect upon the right and title and right of possession of the respective parties in and to said land as a verdict in ejectment upon an equitable title.

In case the person or persons denying such right, title or right of possession in such lands or any of them are not residents within the jurisdiction of the court, such court may make an order for service of said rule and a copy of said bill or petition upon such persons at their residence or place of business outside of the county or state where the land lies, in the same manner as service is made of a summons in a personal action, giving at least twenty days' notice of such hearing.

If any person or persons shall neglect or refuse to appear at such return day, after twenty days' service of such rule and copy of petition, or having appeared shall refuse to join in such issue, the court may proceed to determine the rule and award and proceed with the issue in like manner as if such persons had appeared therein, and any judgment obtained in such issue shall as fully and finally conclude and determine the rights and title of such defaulting party as if such persons had appeared and joined in such issue: Provided, That, if, upon the return of such rule, any of the persons served shall disclaim, by writing filed, any right, title or interest in said land, all further proceedings as to such persons shall cease, and such disclaimer shall forever bar such person from ever setting up or claiming any such right or title in any court. The decree of the court in refusing the rule or issue in any such case and the judgment

in such issue shall be subject to appeals by either party to the Supreme Court, in like manner as appeals are allowed to judgments and decrees of the said court of common pleas.

Section 2, Act June 10, 1893, P. L. 415.

(COMP.)

CHAPTER IV.

ARTICLE VIII.

INSOLVENT CORPORATIONS—RECEIVERS.

Section 1. Whenever a receiver of a corporation is appointed by any court of this Commonwealth, on motion of the Attorney General, at the instance of either the Commissioner of Banking or the Insurance Commissioner, such receiver shall forthwith supersede any receiver previously appointed by the decree of any court of this Commonwealth, and shall likewise supersede any assignee or trustee previously appointed by such corporation.

Section 1, Act of April 23, 1909, P. L. 167.

Such superseded receiver, assignee, or trustee shall forthwith pay over and deliver all moneys, securities, assets, and property of such corporation, in his or their custody, possession, or control, to the receiver appointed, as aforesaid, on motion of the Attorney General, and shall likewise file his account in the court having jurisdiction of such superseded receiver, assignee, or trustee, which court shall allow credit for compensative counsel fees and expenses, and for disbursements which shall have been properly earned, incurred or made prior to the appointment of the receiver made on motion of the Attorney General, as aforesaid.

Section 2, Act of April 23, 1909, P. L. 167.

The court appointing any receiver on the application of the Attorney General shall, on the filing of the accounts of such receiver, refer the same for audit and distribution to a person learned in the law, who is a resident of the county in which such corporation had its principal place of business, and who shall hold meetings for the pur-

poses of his appointment in said county, and give such notice thereof as the court appointing him shall direct; and said auditor shall pass upon the several items of said account, without exceptions being filed thereto, and with the same effect as if each and every item in said account had been duly excepted to by a party in interest.

Section 3, Act of April 23, 1909, P. L. 167.

Section 2. Any receiver, assignee, guardian, committee, trustee, executor or administrator, required by law or by the order of any court to give a bond as such, may include as a part of the lawful expense of executing his trust such reasonable sum paid a company, authorized under the laws of this State so to do, for becoming his surety on such bond as may be allowed by the court in which he is required to account, not exceeding however one per centum per annum on the amount of such bond.

Act of June 24th, 1895, P. L. 248.

Any receiver, assignee, guardian, committee, trustee, executor, or administrator, required by law, by the order of any court, or by the provisions of any assignment, deed, will, or other document, under or by the authority of which such receiver, assignee, guardian, committee, trustee, executor, or administrator is acting, to invest the funds within his control in mortgages or other securities, may include, as a part of the lawful expense of executing his trust, such reasonable sum paid a company, authorized under the laws of this State so to do, for guaranteeing the payment of the principal and interest of such mortgage or other securities, not exceeding one-half of one per centum per annum upon the principal of such mortgage or other securities.

Act May 28, 1907, P. L. 271.

Section 3. The courts of common pleas of the several counties of this Commonwealth, in all cases where, under existing laws, the court has the power to order the sale of real estate of any corporation in the hands of a receiver duly appointed, for the payment of debts and for other purposes, the said court may decree and approve a private sale, if in the opinion of the court, under all the circumstances, a better price can be obtained at private than at public sale, as where the interest shall be undivided, or for any other sufficient cause.

Section 1, Act of May 11, 1911, P. L. 261.

Notice of an intention to present such petition to the court shall be given by the petitioner by mailing, at least ten days prior to the presentation of said petition, postal cards or letters, addressed to all known creditors and stockholders at their last known addresses,

containing a brief description of the property proposed to be sold, the name of the purchaser, the terms of the said sale, and the date and place of presentation of the said petition; and an averment, under oath, by the said petitioner in the said proceedings, that such notice has been given in the manner aforesaid, shall be considered evidence thereof.

Act of April 24, 1913, P. L. 115, amending Section 2, Act of May 11, 1911, P. L. 261.

In all cases where private sales of real estate have been held by receivers subsequent to the passage of an act, entitled "An Act relating to receiver's sales," passed the eleventh day of May, Anno Domini one thousand nine hundred and eleven, where notices of the intention to present the petition for the said sale to the court have been mailed, at least ten days prior to the presentation of such petition, to all known creditors and other parties in interest, at their last known addresses, and an averment under oath of the mailing of such notices appears in the said proceedings, the same shall be deemed to be good and valid for all purposes and a sufficient compliance with the conditions of the said act.

Act of April 24, 1913, P. L. 114.

(COMP.)

CHAPTER IV.

ARTICLE IX.

RE-ORGANIZATION OF CORPORATIONS THE PROPERTY OF WHICH WAS PURCHASED AT JUDICIAL AND OTHER SALES.

Section 1. Whenever material, rolling-stock or property whether located wholly or partly within this State, and franchises, or all or any part of such material, rolling-stock, property and franchises, of any gas, water, coal, iron, steel, lumber, oil, or mining or manufacturing, transportation or telegraph company, or any railroad, canal, turnpike, bridge, or plank road, or of any corporation created by or under any law of this State, or of this State and any other state or

states, shall be sold and conveyed, under and by virtue of any process or decree of any court of this State or of the United States, or under or by virtue of a power of sale contained in any mortgage or deed of trust, without any process or decree of a court in the premises, the person or persons for or on whose account such material, rolling-stock, property, and franchises of any gas, water, coal, iron, steel, lumber, oil, or mining, or manufacturing, transportation or telegraph company, or any railroad, canal, turnpike, bridge or plank road, or of any corporation created by or under any law of this State or of this State and any other state or states, so sold and conveyed, may be purchased, shall be and they are hereby constituted a body politic and corporate, and shall be vested with all the right, title, interest, property, possession, claims, and demand, in law and equity, of, in and to such material rolling-stock property, or franchise, so sold and conveyed, of any gas, water, coal, iron, steel, lumber, oil, or mining, or manufacturing, transportation, or telegraph company, or any railroad, canal, turnpike, bridge or plank road, or of any corporation created by or under any law of this State, or of this State and any other state or states, with the appurtenances, and with all the rights, powers, immunities, privileges, and franchises of the corporations as whose the same may have been sold, and which may have been granted to or conferred thereupon by any act or acts of Assembly whatsoever, in force at the time of such sale and conveyance, and subject to all the restrictions imposed upon such sale and conveyance, and subject to all the restrictions imposed upon such corporations by any such act or acts, except so far as the same are modified hereby, or have been by any amendments or supplements thereto or modifications thereof; and with all the rights, powers, immunities, privileges, and franchises granted to or conferred by acts now existing upon corporations of a similar kind, and subject to all restrictions imposed by statute, except as subsequently modified, or modified hereby:

Act of June 20, 1911, P. L. 1092, amendatory of the Act of April 27, 1909, P. L. 175, which amended Section 1 of the Act of May 31, 1887, P. L. 278, which amended the Act of May 25, 1878, P. L. 145, which amended the Act of April 8, 1861, P. L. 259.

Section 2. The person or persons purchasing, for or on whose account any such material, rolling-stock, property, and franchises of any gas, water, iron, steel, lumber, oil, or mining, or manufacturing, transportation or telegraph company, or any railroad, canal, turnpike, bridge, or plank road, or of any corporations created by or under any law of this State or of this State and other state or states, so sold and conveyed, may have been purchased, shall meet, within thirty days after the conveyance thereof shall be delivered,—public notice

of the time and place of such meeting having been given, at least once a week for two weeks, in at least one newspaper published in the city or county in which such sale may have been held,—and organize said new corporation by electing a board of directors, consisting of not less than five nor more than fifteen (to continue in office until the first Monday succeeding such meeting, when, and annually thereafter on the said day, a like election for directors shall be held, the directors so elected to serve for one year and until their successors are elected, unless the directors shall be divided into not more than four classes, in which case the term of office of one class shall expire on each first Monday of May thereafter), and shall adopt a corporate name and common seal, determine the amount of the capital stock thereof, without being restricted to the amount theretofore issued by the corporation whose property and franchises had been sold. Not in excess, however, of the aggregate amount of the capital stock authorized to be issued by the corporation whose property and franchises had been sold, together with the amount of the bonded indebtedness of such corporation outstanding at the time of the sale, and of any receiver's certificate or other receiver's indebtedness necessary to be paid, and the amount that will represent all further moneys contributed to such new or reorganized corporation. The said stock thus issued by the said new corporation may consist wholly of common stock, or partly of common stock and partly of preferred stock; and the whole, or any part thereof, may be issued as fully paid stock, in payment or part payment for the property so purchased. Said new corporation shall have power and authority to make and issue certificates therefor, in shares of not more than one hundred dollars each; and may at any time thereafter create and issue preferred stock to such an amount and on such terms as such corporation may deem necessary; and, from time to time, may issue bonds to any amount, and may secure the same by one or more mortgages upon the real and personal property and corporate rights and franchises, or either, or any part or parts thereof: Provided, That no coal, iron, steel, lumber, or oil, or mining, manufacturing, transportation, or telegraph company, shall have the benefit of this act, unless it shall have previously filed with the Secretary of State its acceptance of all the provisions of the Constitution, as provided by law.

Act of June 20, 1911, P. L. 1092, amendatory of the Act of April 27, 1909, P. L. 175, which amended Section 1, Act of May 31, 1887, P. L. 278.

Section 3. It shall be the duty of such new corporation, within one calendar month after its organization, to make a certificate thereof, under its common seal, attested by the signature of its president, specifying the date of such organization, the name so adopted, the

amount of capital stock, and the names of its president and directors, and transmit the said certificates to the Secretary of State, at Harrisburg, to be filed in his office and there remain of record; and a certified copy of such certificate, so filed, shall be evidence of the corporate existence of said new corporation.

Section 2, Act May 25, 1878, P. L. 145.

Section 4. The provisions of this article shall not inure to the benefit of any corporation unless such corporation shall, before claiming or using the benefits of this article, file in the office of the Secretary of the Commonwealth, an acceptance of the provisions of Article sixteen of the Constitution of this Commonwealth, which acceptance shall be made by resolution adopted at a regular or called meeting of the directors, trustees or other proper officers of such corporation, certified under the seal of the corporation; and a copy of which resolution, certified under the seal of the office of the Secretary of the Commonwealth, shall be evidence for all purposes.

Section 3, Act May 25, 1878, P. L. 145.

Section 5. In all cases in which the property and franchises of any corporation mentioned in this article, or of any telegraph company, may have been or shall hereafter be purchased at any sale, by virtue of any process or decree of any court of this Commonwealth or the circuit court of the United States, or under or by virtue of a power of sale contained in any mortgage or deed of trust, without any process, or decree of a court in the premises, the person or persons for or on whose account the same may have been or shall hereafter be purchased, shall have power and authority to determine the amount of the capital stock and bonds to be issued therefor, and to issue therefor certificates for the said capital stock, and also bonds, and to secure the same by mortgage or mortgages on the real and personal property, corporate rights and franchises purchased. Such stock or bonds, or both, shall be issued to the purchaser or purchasers for their respective interests, in such amounts and proportions as may be determined by themselves, and shall be deemed and taken to have been issued for and in consideration of the property and franchises so purchased and received: Provided, That no railroad, canal, or other transportation company, or telegraph company, shall have the benefit of this act, unless it shall have previously filed, with the Secretary of State, its acceptance of all the provisions of the Constitution of this State, in manner and form as provided by law.

Section 1, Act of May 31, 1887, P. L. 276, supplementary to the Act of May 25, 1878, P. L. 148, which was a supplement to the Act of April 8, 1861, P. L. 259. ,

CHAPTER IV.

ARTICLE X.

CONSOLIDATION AND MERGER.

Section 1. It shall be lawful for any corporation, now or hereafter organized under the provisions of any general or special act of Assembly authorizing the formation of any corporation or corporations, to merge its corporate rights, franchises, powers, and privileges with and into those of any other corporation or corporations transacting the same or a similar line of business so that by virtue of this article such corporations may consolidate, and so that all the property, rights, franchises, and privileges then by law vested in either of such corporations, so merged, shall be transferred to and vested in the corporation into which such merger shall be made. This article does not permit railroad, canal, or telegraph companies, which own, operate, or in any way control, parallel or competing roads, canal, or lines, to merge or combine. Nor does this article extend or enlarge beyond its former territorial limits the exclusive franchise of any gas or water company. The merger or consolidation of water companies shall be subject to the provisions of the act, entitled "An act to require all water and water-power companies hereafter incorporated, or hereafter formed by merger and consolidation, or hereafter purchasing property and franchises of any other such company, to designate the exact source of their supply of water or water-power; and to require all existing water or water-power companies, merging and consolidating or purchasing the property and franchise of any other such company, to accept the provisions of this act, and of the act approved April thirteenth, one thousand nine hundred and five, entitled 'An act providing that the right of eminent domain, as represents the appropriation of streams, rivers or waters, or the land covered thereby, shall not be exercised by water companies incorporated under law,' and providing the manner in which water and water-power companies, subect to the provisions of this act, may secure a new or additonal source of supply for their water or water-power," approved the seventh day of June, Anno Domini one thousand nine hundred and seven.

Section 1, Act of May 3, 1909, P. L. 408.

Section 2. Said merger or consolidation shall be made under the conditions, provisions, and restrictions, and with the powers, herein set forth, to-wit,—

First. The directors of each corporation shall enter into a joint agreement, under the corporate seal of each corporation, for the merger and consolidation of said corporations; prescribing the terms and conditions thereof, the mode of carrying the same into effect, the name of the new corporation, the number and names of the directors and other officers thereof, and who shall be the first directors and officers, and their places of residence, the number of shares of the capital stock, the amount or par value of each share, and the manner of converting the capital stock of each of said corporations into the stock of the new corporation, and how and when directors and officers shall be chosen, with such other details as they shall deem necessary to perfect the said consolidation and merger; but said agreement shall not be effective unless the same shall be approved by the stockholders of said corporations, in the manner hereinafter provided.

Second. Said agreement shall be submitted to the stockholders of each of said corporations, at separate special meetings or at any annual meetings, of the time, place and object of which respective meetings due notice shall be given by publication, once a week for two consecutive weeks before said respective meetings, in at least one newspaper in the county or in each of the counties in which the principal office of said respective corporations shall be situate,—excepting in the case of the merger or consolidation of corporations which, upon their original incorporation, are required by the Constitution to publish notice of intention to incorporate for a longer period than two weeks, in which case notice by publication shall be as required by the Constitution,—and at said meetings the said agreement of the directors shall be considered, and a vote of the stockholders in person or by proxy shall be taken, by ballot, for the adoption or rejection of the same, each share of stock entitling the holder thereof to one vote; and if a majority in amount of the entire capital stock of each of said corporations shall vote in favor of said agreement, merger and consolidation, then that fact shall be certified by the secretary of each corporation, under the corporate seal thereof, and said certificates, together with said agreement or a copy thereof, shall be filed in the office of the Secretary of the Commonwealth, who shall forthwith present the same to the Governor for his approval, and when approved by the Governor the said agreement shall be deemed and taken to be the act of consolidation of said corporation.

Section 2, Act of May 3, 1909, P. L. 408.

Section 3. Upon the filing of said certificates and agreement, or copy of the agreement, in the office of the Secretary of the Commonwealth, and upon the issuing of new letters patent thereon by the Governor, the said merger shall be deemed to have taken place, and the said corporations to be one corporation under the name adopted in and by said agreement, possessing all the rights, privileges and franchises theretofore vested in each of them, and all the estate and property, real and personal and rights of action of each of said corporations, shall be deemed and taken to be transferred to and vested in the said new corporation without any further act or deed: Provided, that all rights of creditors and all liens upon the property of each of said corporations shall continue unimpaired, and the respective constituent corporations may be deemed to be in existence to preserve the same; and all debts, duties and liabilities of each of said constituent corporations shall thenceforth attach to the said new corporation, and may be enforced against it to the same extent and by the same process as if said debts, duties and liabilities had been contracted by it. But such merger and consolidation shall not be complete, and no such consolidated corporation shall do any business of any kind, until it shall have first obtained from the Governor of the Commonwealth new letters patent, and shall have paid to the State Treasurer a bonus as prescribed by law upon all its capital stock in excess of the amount of capital stock of the several corporations so consolidating, upon which the bonus, required by law has been theretofore paid: And provided further, That new letters patent of such consolidated corporations shall not be issued by the Governor of the Commonwealth, until each and every corporation, entering into and forming the consolidated corporation shall have filed with the Secretary of the Commonwealth a certificate from the Auditor General of the Commonwealth, setting forth that all reports required by the Auditor General of the Commonwealth have been duly filed to the date of the proposed merger, and that all taxes due the Commonwealth of Pennsylvania have been paid, up to and including said date.

Section 3, Act of May 3, 1909, P. L. 408.

A certified copy of said certificate and agreement, or copy of agreement, so to be filed in the office of the Secretary of the Commonwealth, shall be evidence of the lawful holding and action of such meetings, and of the merger and consolidation of said corporations.

Section 4, Act of May 3, 1909, P. L. 408.

Section 4. If any stockholder or stockholders of any corporation, which shall become a party to an agreement of merger and consolidation hereunder, shall be dissatisfied with or object to such con-

solidation, and shall have voted against the same at the stockholders' meeting, it shall and may be lawful for any such stockholder or stockholders, within thirty days after the adoption of said agreement of merger and consolidation by the stockholders, as herein provided, and upon reasonable notice to said corporation, to apply by petition to any court of common pleas of the county in which the chief office of such corporation may be situate, or to a judge of said court in vacation, if no such court sits during said period, to appoint three disinterested persons to estimate and appraise the damages, if any, done to such stockholder or stockholders by said consolidation. Upon such petition, it shall be the duty of said court or judge to make such appointment; and the award of the persons so appointed, or of a majority of them, when confirmed by the said court, shall be final and conclusive; and the persons so appointed shall also appraise the share or shares of said stockholders, in the said corporation, at the full market value thereof, without regard to any appreciation or depreciation in consequence of the said consolidation; which appraisement when confirmed by the said court, shall be final and conclusive; and the said corporation may, at its election, either to pay to the said stockholder or stockholders the amount of damages so found and awarded, if any, or the value of the stock so ascertained; and upon the payment of the value of the stock as aforesaid, the said stockholder or stockholders shall transfer the stock so held by them to the said corporation, to be disposed of by the directors thereof or to be retained for the benefit of the other stockholders; and in case the value of said stock, as aforesaid, shall not be paid within thirty days after the said award shall have been confirmed by said court, the damages so found and confirmed shall be a judgment against said corporation, and may be collected as other judgments in said court are by law recoverable.

Section 5, Act of May 3, 1909, P. L. 408.

Section 5. No railroad, canal or other corporation of this State, or the lessees, purchasers or managers of any such railroad or canal corporation, shall consolidate the stock, property or franchises of such corporation with, or lease or purchase the works or franchises of, or hold a majority of the stock of, or in any other way control, any other railroad or canal corporation, organized under the laws of this State, owning or having under its control within this State a parallel or competing line; nor shall any officer of such railroad or canal corporation of this State act as an officer of any other railroad or canal corporation of this State, owning or having the control of a parallel or competing line; and the question whether railroads or canals are parallel or competing lines shall, when demanded by the party complainant, be decided by a jury as in other

civil issues: Provided, That none of the prohibitions of this act shall apply where one railroad or canal corporation owns a majority of the stock of another railroad or canal corporation, which it held before the adoption of the present Constitution, nor where a railroad corporation has furthered or shall further the construction of a line, parallel and competing with its own, by subscribing to a majority of the stock of a corporation organized for that purpose.

Section 1, Act of April 4, 1901, P. L. 61.

Any violation or attempted violation of the provisions of this act may be attacked or restrained by appropriate proceedings at law or in equity, at the instance of the Commonwealth acting through the Attorney General, and that any such violation shall also constitute a misdemeanor, for which the offending corporation, as well as the president, vice-president and members of the board of directors participating therein, may be indicted and punished, separately or collectively.

Section 2, Act April 4, 1901, P. L. 61.

(COMP.)

CHAPTER IV.

ARTICLE XI.

DISSOLUTION.

Section 1. It shall be lawful for any court of common pleas of the proper county to hear the petition of any corporation, under the seal thereof, by and with the consent of a majority of a meeting of the corporators, duly convened, praying for permission to surrender any power contained in its charter, or for the dissolution of such corporation; and if such court shall be satisfied that the prayer of such petition may be granted without prejudice to the public welfare, or the interests of the corporators, the court may enter a decree in accordance with the prayer of the petition, whereupon such power shall cease, or such corporation be dissolved: Provided, That the surrender of any such power shall not in any wise

remove any limitation or restriction in such charter; and that the accounts of the managers, directors or trustees of any dissolved company shall be settled in such court and be approved thereby; and dividends of the effects shall be made among any corporators entitled thereto, as in the case of the accounts of assignees and trustees: Provided, further, That no property devoted to religious, literary or charitable uses shall be diverted from the objects for which they were given or granted: Provided, That the decree of said court shall not go into effect until a certified copy thereof be filed and recorded in the office of the Secretary of the Commonwealth.

Act April 9, 1856, P. L. 293.

The "proper county" may be, at the option of any corporation praying for permission to dissolve, either the county in which the principal operations of the corporations are conducted, or that county in which its principal office or place of business is located: Provided, That notice of such application shall be given, by publication in two newspapers in the county in which the principal operations are conducted, and that in which the principal office is located.

Act of April 4, 1872, P. L. 40.

Section 2. No corporation, company, joint stock association, association or limited partnership, made taxable by this act, shall hereafter be dissolved by the decree of any court of common pleas, nor shall any judicial sale be valid or a distribution of the proceeds thereof be made until all taxes due the Commonwealth have been fully paid into the State Treasury, and the certificate of the Auditor General, State Treasurer and Attorney General to this effect filed in the proper court with the proceedings for dissolution or sale.

Section 32, Act June 1, 1889, P. L. 437.

Section 3. Whensoever it has occurred or shall happen that any corporation has been or shall be dissolved, whether by decree of court, expiration of the time or otherwise, owning land or other real estate within this Commonwealth, it shall and may be lawful for the court of common pleas of the county wherein the real estate is, or shall be located, upon the petition of any one or more of the shareholders or corporators or their legal representatives, and personal notices to and service upon all known parties in interest whose places of residence are known, and such further notice by advertisement to others interested as the court may direct, if no reasonable and sufficient cause be shown to the contrary, to authorize the sale of such real estate, in fee simple, at either public or private

sale, upon such terms as the court may designate, by a trustee to be appointed for that purpose, which trustee, before making such sale, shall give security for the faithful application of the proceeds of such sale according to law, to be approved by the court, in double the probable value of the land to be sold, and the proceeds of such sale shall be distributed by the party making the same as part of the effects of the defunct corporation, to creditors and shareholders, as the said court may adjudge them to be entitled, and if said corporation has made sale of real estate and has not conveyed the same, such court may decree conveyance in specific execution of such contract in manner aforesaid.

Act April 15, 1891, P. L. 15, amending the Act of June 25, 1885, P. L. 178, which amended the Act of April 20, 1874, P. L. 110.

Section 4. Whenever any corporation organized for the purpose of mining for petroleum or other products and marketing the same, and owning real estate in any county of this Commonwealth, shall have been in existence for a period of thirty years or longer, and for a period of ten years or more prior to the passage of this act shall not have been engaged in the business of such mining nor have earned and distributed to the shareholders thereof any dividends out of its net earnings, it shall be the duty of the courts of common pleas of any county in which such real estate may be situated, upon the petition of the owner or owners of not less than one-third of the capital stock of any such corporation, and after personal notice to other known stockholders resident within the county, and notice to all others interested, by advertisement, in at least one newspaper of general circulation published within the county, for not less than two months, if the facts alleged in the petition be not denied, or, if denied, shall be found by the court to be true, to order and decree a dissolution of such corporation, and to order and direct the sale of the real estate thereof by a trustee to be appointed for that purpose, and to decree distribution of the proceeds of such sale or sales to and among creditors or shareholders entitled thereto in the same manner as the real estate of other dissolved corporations is now sold and the proceeds thereof distributed under the discretion of said courts.

Act of March 27th, 1903, P. L. 79.

Section 5. No corporation, company, joint stock association, association or limited partnership, made taxable by this act, shall hereafter be dissolved by the decree of any court of common pleas, nor shall any judicial sale be valid or a distribution of the proceeds thereof be made until all taxes due the Commonwealth have been

fully paid into the State Treasury, and the certificate of the Auditor General, State Treasurer and Attorney General to this effect filed in the proper court with the proceedings for dissolution or sale.

Section 32, Act June 1, 1889, P. L. 437.

(COMP.)

CHAPTER IV.

ARTICLE XII.

FOREIGN CORPORATIONS.

Section 1. No corporation not incorporated under the laws of this State, nor shall any foreign government, potentate or power, hereafter acquire and hold any real estate within this Commonwealth directly, in the corporate name, or by or through any trustee or other device whatsoever, unless specially authorized to hold such property by the laws of this Commonwealth. The residence without the limits of this State of a portion of the members of any religious, literary, charitable or beneficial society or association otherwise qualified to hold real or personal estate within this State shall not incapacitate such society or association from taking and holding such property, not exceeding the value limited by law.

Section 5, Act of April 26, 1855, P. L. 328.

Section 2. It shall and may be lawful for any company incorporated under the laws of any other state of the United States for the manufacture of any form of iron, steel, glass, lumber or wood, or for the conversion, dyeing and cleansing of cotton, and other fabrics, or for the manufacture of cotton or velvet or other fabrics, or for the manufacture of pyroligneous acids, acetate of lime and charcoal by the process of destructive distillation, or the preparation of cattle hair for use, or for the manufacture of carbon dioxide and magnesia and the products thereof and compositions, articles and apparatus from and in connection therewith, or for the manufacture of extracts out of wood, bark, leaves and roots, or any other extract for tanning, cleansing, dyeing or other purposes, or for

the manufacture or printing of wall paper, lithographs or prints, and mining and manufacturing of any clay into brick, tile and various other articles and products produced from clay, and from clay and other substances mixed therewith, to erect and maintain buildings for such manufacturing purposes, and for offices and salesrooms, or either, within this Commonwealth, and to take, have and hold real estate, not exceeding one hundred acres, necessary and proper for such manufacturing purposes, and for offices, dwellings and salesrooms, or either, and to mortgage, bond, lease and convey the same or any part thereof: Provided, That nothing herein contained shall be deemed to prevent or relieve any real estate taken and held by any such foreign corporation under the provisions of this statute from being taxed in like manner with other real estate within this Commonwealth: And provided further, That no such foreign corporation shall be entitled to employ any greater amount of capital in such business in this State than the same kind of corporations organized under the laws of this State are entitled to employ: And provided further, That every such foreign corporation doing business as aforesaid in this Commonwealth shall be liable to taxation to an amount not exceeding that imposed on corporations organized for similar purposes under the laws of this State, and every such foreign corporation taking the benefit of this article shall make the same returns to the Auditor General that are required by law to be made by corporations of this State under similar circumstances.

Section 1, Act of June 8, 1893, P. L. 389.

The title to any real estate in this Commonwealth now held by, or in trust for, any such foreign corporations for the purpose aforesaid is hereby confirmed to the same effect as if the said real estate has been purchased, held or owned under the provisions of this article.

Section 2, of the Act of June 8, 1893, P. L. 389, which was an amendment to the Act of April 13, 1891, P. L. 39, which amended the Act of April 28, 1887, P. L. 77, which was a supplement to the Act of June 25, 1885, P. L. 179, which was a supplement to the Act of June 9, 1881, P. L. 89.

Section 3. It shall and may be lawful for any company incorporated under the laws of any other State, for the manufacture of any form of iron, steel or glass, or for the quarrying of slate, granite, cement rock, stone or rocks of any kind, or for dressing, polishing or manufacturing the same, or any of them, or for any mineral springs company incorporated for the purpose of bottling and selling natural mineral springs water, or for any company incorporated for the purpose of manufacturing, supplying and selling ice, or for the

manufacture and sale of chemicals, or for the manufacture and sale of foodstuffs, and eatables, cement and cement products, and the quarrying of cement rock, to erect and maintain buildings and manufacturing establishments within this Commonwealth, and to take, have and hold real estate to an amount necessary and proper for corporate purposes: Provided, That nothing herein contained shall be deemed to prevent or relieve real estate, taken and held by such company under the provisions of this statute, from being taxed in like manner with other real estate within this Commonwealth: And provided further, That no foreign corporation shall be entitled to employ any greater amount of capital in any such business in this State than the same kind of corporations organized under the laws of this State are entitled to employ: And provided further, That every such foreign corporation, doing business as aforesaid in this Commonwealth, shall be liable to taxation to an amount not exceeding that imposed on corporations organized for similar purposes under the laws of this State, and every such foreign corporation taking the benefit of this article shall make the same returns to the Auditor General that are now required by law of the corporations of this State.

Act of May 28, 1907, P. L. 266, amending Act of April 19, 1901, P. L. 86, which amended Section 1, Act June 16, 1893, P. L. 466, which was an amendment to the Act of June 9, 1881, P. L. 89.

It shall and may be lawful for any company incorporated under the laws of any other State for the manufacture of any form of iron, steel, or glass, or for the quarrying of slate, granite, stone, or rocks of any kind, or for dressing, polishing, or manufacturing the same, or any of them, or for any mineral springs company incorporated for the purpose of bottling and selling natural and mineral spring water, or for any company incorporated for the purpose of the manufacture, supply and sale of ice, or manufacturing and selling garden and horticultural implements, and dealing in seeds, plants, bulbs, and flowers, to erect and maintain buildings and manufacturing establishments within this Commonwealth, and to take, have and hold real estate to an amount necessary and proper for corporate purposes. Provided, That nothing herein contained shall be deemed to prevent or relieve real estate, taken and held by any such company under the provisions of this statute, from being taxed in like manner with other real estate within this Commonwealth: And provided further, That no foreign corporation shall be entitled to employ any greater amount of capital in any such business in this state than the same kind of corporations organized under the laws of this State are entitled to employ: And provided further, That every

such foreign corporation, doing business as aforesaid in this Commonwealth, shall be liable to taxation to an amount not exceeding that imposed on corporations organized for similar purposes under the laws of this state, and every such foreign corporation taking the benefit of this article shall make the same returns to the Auditor General that are now required by law of the corporations of this state.

Act of April 20, 1911, P. L. 68.

Section 4. It shall and may be lawful for any company incorporated under the laws of any other state, for the manufacture of any form of iron, steel, or glass, or for the quarrying of slate, granite, cement rock, stone, or rocks of any kind, or for dressing, polishing, or manufacturing the same, or any of them, or for any mineral springs company incorporated for the purpose of bottling and selling natural mineral springs water, or for any company incorporated for the purpose of manufacturing, supplying and selling of ice, or for the manufacture and sale of chemicals, or for the manufacture and sale of foodstuffs and eatables, cement and cement products, and the quarrying of cement rock, or for the manufacturing, buying, selling, leasing, using, and operating of electrical apparatus and machinery, and articles of every kind appertaining to or in any wise connected with the production, use, regulation, control, distribution or application of electricity or electrical energy or products, for any use or purpose; constructing, acquiring, using, selling, buying, or leasing any works, construction, or plant, or part thereof, connected with or involving such use, distribution, regulation, control, or application of electricity, or the control or use of electrical apparatus for any purpose, and of producing, furnishing, and supplying electricity or electrical apparatus in any form and for any purpose and to carry on a general manufacturing business, to erect and maintain buildings and manufacturing establishments within this Commonwealth, and to have and hold real estate to an amount necessary and proper therefor: Provided, That nothing herein contained shall be deemed to prevent or relieve real estate, taken and held by such company under the provisions of this statute, from being taxed in like manner with other real estate within this Commonwealth: And provided further, That no foreign corporation shall be entitled to employ any greater amount of capital, in any such business in this state, than the same kind of corporation organized under the laws of this state are entitled to employ: And provided further, That every such foreign corporation doing business as aforesaid in this Commonwealth, shall be liable to taxation to an amount not exceeding that imposed on corporations organized for similar purposes under the

laws of this State, and every such foreign corporation taking the benefit of this article shall make the same returns to the Auditor General that are now required by law of the corporations of this state.

Act of June 23, 1911, P. L. 1115.

Section 5. Hereafter it shall be lawful for all corporations chartered under the laws of any other state, and engaged in this state in the publication and sale of books, tracts, newspapers, periodicals and such other business as is commonly connected with publishing and book selling, the net profits of which are by its charter or governing body required to be applied to religious and charitable uses, and that have a duly authorized agent or agents as required by existing laws for the purpose of carrying on the said business, to take, hold and enjoy in any part of this Commonwealth, either in its corporate name or by trustee or trustees, agent or agents, real estate and premises in which such corporation shall carry on their said business, and to mortgage and convey the same, or any part thereof, and to lease any part of the buildings erected thereon not requisite for the transaction of their business: Provided however, That the clear yearly value or income from said real estate shall not exceed twenty thousand dollars.

The title to any real estate in this Commonwealth now held by or in trust for any such corporation for the purposes aforesaid is hereby confirmed to the same effect as if the said real estate had been purchased, held or owned under the provisions of this act.

Act of June 24, 1895, P. L. 238.

Section 6. It shall be lawful for any company incorporated under the laws of any other state of the United States for the transportation of passengers and freight by steamboats or other vessels, upon or over any river or waters between this State and any other state, to lease, erect or purchase offices, piers, warehouses and other buildings necessary for its business, and to hold in this State, either in its corporate name, or by a trustee or trustees, real estate necessary for the transaction of its business; to lease, erect or purchase and maintain any riparian rights for the laying, landing or dockage of its steamboats or other vessels, and to mortgage and convey said real estate or any part thereof: Provided, That nothing herein contained shall be deemed to prevent or relieve any real estate held by any such corporation from being taxed in like manner as other real estate in this Commonwealth. And the title of any real estate in this Commonwealth now held by or in trust for any such corporation, for the purposes aforesaid, is hereby confirmed with the same effect as if said real estate had been purchased, held and owned

under the provisions of this act: And provided further, That the provisions of this article shall apply only to companies that have been duly registered in the proper offices of this Commonwealth, as required by law, for the purposes of taxation.

Act of April 17, 1889, P. L. 35.

Section 7. It shall and may be lawful for any company incorporated under the laws of any other state for the establishment, maintenance and continuance of a ferry, or for the maintenance and continuance of a bridge, between this State and any other state upon or over any river flowing between said states, to erect and maintain piers, offices, warehouses and all other buildings and structures necessary for the maintenance of such ferry or bridge and conducting the freight and passenger business to be moved thereby, and to take, have and hold, in this State, real estate necessary and proper for the purpose of such ferry or bridge, and for such piers, offices, warehouses, buildings and structures, or either, and to mortgage, lease or convey the same, or any part thereof: Provided, That nothing herein contained shall be deemed to prevent or relieve any real estate, taken or held by any such corporation, under the provisions of this act, from being taxed in like manner with other real estate in this Commonwealth, and the title to any real estate in this Commonwealth now held by or in trust for any such corporation for the purposes aforesaid is hereby confirmed, with the same effect as if the said real estate had been purchased, held or owned under the provisions of this section.

Act of June 6, 1887, P. L. 352.

Section 8. Hereafter it shall be lawful for all corporations and joint-stock companies or associations, chartered, created or existing under the laws of any other state, or of any foreign country, for the purpose of carrying on the business of insurance, to take, hold and enjoy in any part of this Commonwealth, either in its corporate or associate name, or by a trustee or trustees, real estate and premises in which such corporation, joint stock companies or associations shall carry on their said business, and to mortgage or convey the same, or any part thereof, and to lease any part of the buildings erected thereon, not requisite for the transaction of their said business.

Section 1. Act June 1, 1881, P. L. 38. For other provisions relative to Foreign Insurance Companies, see chapter on Insurance Companies.

The title to any real estate in this Commonwealth, now held by, or in trust for, any such corporation or joint stock company or asso-

ciation, for the purposes aforesaid, is hereby confirmed, to the same effect as if the said real estate had been purchased, held or owned under the provisions of this act.

Section 2, Act June 1, 1881, P. L. 38.

Section 9. Any corporation incorporated and existing under the laws of any other state of the United States and doing business in this State, and having therein one or more known places of business and an authorized agent or agents, upon whom process may be served, is hereby authorized and empowered to purchase, in its corporate name, at any sheriff's or other judicial sale, any real estate upon which such corporation may have or hold any mortgage, judgment or lien, and to hold, lease or sell and convey the same at pleasure to any person or persons, corporation or corporations, whatsoever: Provided, however, That any real estate, so purchased as aforesaid, shall be sold and conveyed within ten years from the date of such purchase.

Section 1, Act May 23, 1887, P. L. 176.

All the rights and privileges and duties now by law accorded to and imposed upon lien creditors, purchasing at judicial sales, be and the same are hereby extended to said corporations, so purchasing as aforesaid.

Section 2, Act May 23, 1887, P. L. 176.

The title to any such real estate in this Commonwealth now held by or in trust for any such foreign corporation, and acquired at any judicial sale, is hereby confirmed to the same effect as if the said real estate had been purchased, held or owned under the provisions of this section.

Section 3, Act May 23, 1887, P. L. 176, as amended by Act of June 9, 1891, P. L. 252.

The time during which any corporation, incorporated and existing under the laws of any other state of the United States and doing business in this State, and having therein one or more known places of business, and an authorized agent or agents upon whom process may be served, is now authorized by law to hold real estate heretofore purchased according to law at any sheriff's or other judicial sale, and upon which such corporation may have held any mortgage, judgment or lien, be and the same hereby is extended for a further period of five years.

Act June 8, 1897, P. L. 136.

Section 10. The term "foreign corporation," as used in this article, shall mean every corporation which has been established, organized, or chartered under laws other than those of the Commonwealth.

Section 1, Act of June 8, 1911, P. L. 710.

Section 11. Every such foreign corporation, before doing any business in this Commonwealth, shall appoint, in writing, the Secretary of the Commonwealth and his successor in office to be its true and lawful attorney and authorized agent, upon whom all lawful processes in any action or proceeding against it may be served; and the service of process on the Secretary of the Commonwealth shall be of the same legal force and validity as if served on it; and the authority for such service of process shall continue in force so long as any liability remains outstanding against it in the Commonwealth. The power of attorney shall be executed with the seal of the corporation, and signed by the president and secretary thereof; and shall contain a statement showing the title and purpose of said corporation, the location of its principal place of business in the Commonwealth, and the postoffice address within the Commonwealth to which the Secretary of the Commonwealth shall send by mail any process against it served on him; which address said corporation may change, from time to time, as it may find occasion, by filing a certificate, under its corporate seal, with the Secretary of the Commonwealth, setting forth such change of address. Upon the payment of fee of ten dollars, for the use of the Commonwealth, the said power of attorney and statement shall be filed in the office of the Secretary of the Commonwealth, and copies certified by him shall be sufficient evidence thereof. Service of such process shall be made by the sheriff of Dauphin county, by leaving two copies of the process and a fee of two dollars in the hands, or at the office, of the Secretary of the Commonwealth; and he shall make due return of his service of said process to the court, magistrate, or justice of the peace issuing the same. Such process may be issued by any court or magistrate or justice of the peace having jurisdiction of the subject-matter in controversy, in any county of the Commonwealth in which said corporation shall have its principal place of business, or in such county in which the right of action arose. Upon the filing of the said power of attorney with the Secretary of the Commonwealth, it shall be his duty to certify forthwith to the Auditor General, the corporate name of the corporation filing the same, and the location of its principal place of business in the Commonwealth, as set forth in said power of attorney.

Section 2, Act of June 8, 1911, P. L. 710.

Section 12. When legal process against any such corporation has been served upon the Secretary of the Commonwealth, he shall immediately send by mail, postage prepaid, one copy of such process, directed to the corporation at the postoffice address designated by it as hereinbefore provided. The fee of two dollars paid by the plaintiff to the Secretary of the Commonwealth, at the time of the service, shall be taxed in his costs if he prevail in the suit. The Secretary of the Commonwealth shall keep a record of the day and hour of the service of such process on him, and a certified copy of such record shall be sufficient evidence thereof.

Section 3, Act of June 8, 1911, P. L. 710.

Section 13. Any person or persons, agent, officer, or employee of any such foreign corporation, who shall transact any business within this Commonwealth, for any such foreign corporation, without the provisions of sections ten to fourteen inclusive of this article being complied with, shall be guilty of a misdemeanor, and upon conviction thereof shall be punished by imprisonment not exceeding thirty days, and by a fine not exceeding one thousand dollars, or either, at the discretion of the court trying the same: Provided, That the failure of any such corporation to file the power of attorney and statement aforesaid, with the Secretary of the Commonwealth, shall not impair nor affect the validity of any contract with such corporation, and actions or proceedings at law or in equity may be instituted and maintained on any such contract; but no such action shall be instituted nor recovery had by any such corporation, on any such contract, either expressed or implied, in any of the courts of this Commonwealth, or before any justice of the peace or magistrate thereof, until such corporation complies with the provisions of this act: And provided further, Before any such corporation can institute any action in any of the courts of this Commonwealth, or before any justice of the peace or magistrate thereof, on any cause of action arising prior to the filing of the power of attorney and statement provided for in section eleven of this article, it shall pay to the Secretary of the Commonwealth, for the use of the Commonwealth, a license fee or fine of two hundred and fifty dollars: Provided further, however, That sections ten to fourteen inclusive of this article shall not extend or be construed to give validity to any contracts, other than contracts between depositors and persons or corporations engaged in the business of receiving deposits of money subject to check, entered into by corporations prior to the passage of this act, nor to give to foreign corporations any right to enforce such contracts, other than contracts between depositors and persons or corporations engaged in the business of receiving deposits of money subject to check, if such right did

not exist at the time such contracts were entered into; but actions or proceedings at law or in equity may be instituted and maintained, and recovery may be had in any pending action, on contracts between depositors and persons or corporations engaged in the business of receiving deposits of money subject to check, although said contracts may have been entered into prior to the passage of this act.

Section 4, Act of June 8, 1911, P. L. 710.

Section 14. The license fee or fine of two hundred and fifty dollars hereinbefore prescribed shall not be required of nor imposed upon any foreign corporation duly registered under the provisions of "An act to prohibit foreign corporations from doing business in Pennsylvania without having known places of business and authorized agents," approved the twenty-second day of April, one thousand eight hundred seventy-four, page one hundred eight, now repealed, if such foreign corporation shall have filed the power of attorney and statement hereinbefore provided for in the office of the Secretary of the Commonwealth within one year after the eighth day of June, one thousand nine hundred eleven. The repeal of said act shall not be construed as in anywise affecting the existing rights or liabilities of any foreign corporation registered thereunder on or before said date, nor shall this act apply to foreign insurance companies, the doing of business in this Commonwealth by which companies shall be regulated as hereinafter in this act provided.

Section 5, Act of June 8, 1911, P. L. 710.

Section 15. A conveyance of real estate to a citizen of the United States or to a domestic corporation by an alien or by a corporation not authorized to hold real estate in Pennsylvania, shall be valid if made before inquisition in escheat for such unlawful holding is made.

Act of June 24, 1895, P. L. 264.

Section 16. Corporations, created by or under the laws of any other state, doing business in this State, and in which three or more of the stockholders are citizens of this State, and which are embraced within the corporations of the second class defined in section two of the General Corporation Act, of one thousand eight hundred and seventy-four. may become corporations of this State, by preparing, having approved and recorded a certificate, in which shall be stated:

First. The name of the Corporation.

Second. Its purpose.

Third. The place or places where its business is to be transacted.

Fourth. The term for which it is to exist.

Fifth. The names and residences of the stockholders and the number of shares held by each.

Sixth. The number of its directors, and the names and residences of those elected for the current year.

Seventh. The amount of its capital stock and the number and par value of the shares into which it is divided.

Eighth. The legislation under which it was originally created.

Ninth. Its financial condition at the date of the certificate, showing capital stock paid in, funded debt, floating debt, estimated value of property and cash assets, if any.

Said certificates shall be accompanied by a certificate, under the seal of the corporation, showing the consent of a majority in interest of such corporation to such application for a charter, and to a renunciation of its original charter and of all privileges not enjoyed by corporations of its class, under the laws of this Commonwealth.

Section 1, Act June 9, 1881, P. L. 89.

Said certificates shall be acknowledged by at least three of the directors of said corporation, before the recorder of deeds of the county in which the chief operations are to be carried on or in which the principal office is situated, and said directors shall also make and subscribe an oath or affirmation before him, to be endorsed on the said certificate, that the statements contained therein are true. The said certificate shall then be produced to the Governor of this Commonwealth, who shall examine the same, and if he find it to be in proper form and within the purposes named for corporations of the second class in the said second section of said Act of April twenty-ninth, one thousand eight hundred and seventy-four, before mentioned, he shall approve thereof and endorse his approval thereon, and direct letters patent to issue, in the usual form, incorporating said stockholders and their successors into a body politic and corporate in deed and in law by the name chosen. The said certificate shall be recorded, in the office of the Secretary of the Commonwealth, in a book to be kept by him for that purpose, and he shall forthwith furnish the Auditor General an abstract therefrom, showing the name, location, amount of capital stock, and the name and address of the treasurer of such corporation. The said original certificate, with all its endorsements, shall then be recorded in the office for the recording of deeds in and for the county where the chief operations are to be carried on.

Section 2, Act June 9, 1881, P. L. 89.

From the date of said letters patent, said corporation shall be and exist as a corporation of this Commonwealth, under the provisions of law regulating corporations of its class and of its charter; and all of the rights, privileges, powers, immunities, lands, property and assets, of whatever kind or character the same may be, possessed and owned by the original corporation, shall vest in, and be owned and enjoyed by, the said corporation so created as fully and with like effect as if its original charter had remained in force, save as by general law and said certificate expressly stated otherwise. All suits, claims and demands by said corporation in existence at the date of said new charter shall and may be sued, prosecuted and collected under the laws governing the said corporation prior to its new charter, and claims and demands of every nature and character in existence at the date of said new charter may be collected from and of said new chartered corporation, as fully and with like effect as if no change had taken place.

Section 3, Act June 9, 1881, P. L. 89.

Section 17. In all suits or actions hereafter to be brought in any court of record in this Commonwealth, against any foreign corporation or body corporate, not holding its charter under the laws of this Commonwealth, every judgment, verdict or award rendered against such corporation shall be final and conclusive, unless the said defendants, in addition to the usual proceedings in case of appeal, shall give good and sufficient bail in the nature of bail absolute, for the payment of such sum or sums as shall finally be adjudged to be due to the plaintiff or plaintiffs, together with interest and costs thereon; and in the commencement of any suit or action against any such foreign corporation, process may be served upon any officer, agent or engineer of such corporation, either personally or by copy, or by leaving a certified copy thereof at the office, depot, or usual place of business of said corporation; and such service shall be good and valid in law to all intents and purposes.

Section 3, Act March 21, 1849, P. L. 216.

Section 18. Any and every trust company, investment company, loan company, bank or banking company, bond company, title insurance company, security company, or any other similar company, corporation, association, or joint stock or limited partnership association, formed, incorporated, or organized under the laws of any other state or territory, the District of Columbia, or any foreign country, who shall engage within this Commonwealth, either directly or indirectly, in the negotiation, offering for sale, or sale of any bond

or bonds, debentures, certificate or certificates, scrip, mortgage or mortgages; or of receiving single payments, regular installment payments, or contributions to be held or used in accordance with any plan of accumulation or investment; or corporations or associations who assume the payment of fixed obligations, and issue in connection therewith a contract based upon payments being made upon installments or single payment plan, under which all or any part of the total amount received is to be repaid at some future time upon contract issued, either with or without profit, shall be deemed a foreign corporation, under the meaning of this article. Nothing in this article contained shall apply to a corporation which issues bonds, debentures, certificates, scrip or mortgages merely as an incident to its primary corporate business, as stated in its charter, consisting of a manufacturing, mercantile or other operating business, dealing in tangible assets.

Section 1, Act of June 7, 1907, P. L. 446.

Section 19. No foreign corporation, except it be licensed as provided heretofore by law, shall engage within this Commonwealth, either directly or indirectly, in the negotiation, offering for sale, or sale of any bond or bonds, debenture or debentures, certificate or certificates, scrip, mortgage or mortgages, lien or liens, upon property located without this Commonwealth, or other security, or chose in action, issued by such foreign corporation or by any other such foreign corporation; or in receiving single payments, regular installment payments, or contributions to be held or used in any plan of accumulation or investment, or in assuming the payment of fixed obligations, and issue in connection therewith a contract based upon payments being made upon installments or single payments, under which all or any part of the total amount received is to be repaid at some future time upon contract issued, either with or without profit, unless such foreign corporation shall have first been licensed to transact such business, within the Commonwealth of Pennsylvania, by the Commissioner of Banking, in the manner, hereinafter prescribed and provided. If any such foreign corporation shall, engage within the Commonwealth of Pennsylvania in the negotiation, offering for sale, or sale of securities of the classes above enumerated and set forth, without first having been licensed in the manner by this act provided, the said corporation shall be subject to a penalty of one thousand dollars for each negotiation or sale of such security or securities, to be recovered in an action to be brought for that purpose by the Attorney General.

Section 2, Act of June 7, 1907, P. L. 446.

Section 20. No person or persons, partnership, corporation, or association, or limited partnership association, or joint stock association shall act, within this Commonwealth, as the agent, solicitor, or representative of any foreign company, corporation, association, joint stock or limited partnership association, for the negotiation offering for sale, or sale of any of the securities enumerated and described in section eighteen of this article, shall negotiate and sell the same, on commission or otherwise, unless such foreign company, corporation, association, or limited partnership, or joint stock association shall have been duly licensed to conduct such business within this Commonwealth, under the provisions of this act; nor until such person or persons, partnership, corporation or association, or limited partnership or joint stock association shall have first procured from the Commissioner of Banking a license authorizing him, them or it to act as such agent, solicitor, or representative within the Commonwealth, for said purpose; and every such person or persons, partnerships, corporation or association, or limited partnership or joint stock association, acting as such agent, solicitor, or representative, for such purpose, within the Commonwealth, or negotiating or selling such securities on commission, or otherwise, without first having applied for and received a license as herein required, shall be guilty of a misdemeanor, and shall be subject, upon conviction, to a penalty of fifty dollars for each and every sale of such securities so negotiated or made. A license fee of two dollars shall be collected and paid upon the issue of each license issued under the provisions of this section, and a like sum annually thereafter, to be applied to the expenses of the Banking Department.

Section 3, Act of June 7, 1907, P. L. 446.

Section 21. No foreign company, corporation, association, joint stock association, or limited partnership association, as aforesaid, shall be licensed to negotiate, offer for sale, or sell, within this Commonwealth, securities as enumerated and described in section eighteen of this article, unless it has deposited with some trust company of this Commonwealth, to be approved by the Commissioner of Banking, the sum of one hundred thousand dollars in bonds of the United States or of the State of Pennsylvania, or of cities, counties, boroughs, or school-districts of this Commonwealth, as security for the fulfillment of its contracts. None of the securities so deposited with the State of Pennsylvania shall be withdrawn by any such company, corporation or association without the permission of said Commissioner, in writing, and under the seal of his office; and no such withdrawal shall be permitted which will reduce the amount so deposited to less than one hundred thousand dollars. Exchanges of such bonds may be made, from time to time, with the approval of

the Commissioner of Banking; and, if any of said bonds are called in for payment, the proceeds thereof shall remain in the hands of the depositary until other bonds of the classes above mentioned shall be substituted in like amount for the bonds so paid; whereupon such depositary shall, with the permission in writing of said Commissioner, pay over such proceeds to the association, company, or corporation depositing the bonds. When any such company, corporation, or association shall desire to discontinue, within this Commonwealth, business of the nature hereinbefore set forth and described, it may make application by petition to the court of common pleas of Dauphin county, setting forth its resources and liabilities, within and without this Commonwealth, and particularly the sales and contracts of sale of securities, of the classes hereinbefore enumerated, made within the Commonwealth, and its liabilities thereon, if any; and thereupon the said court, after due hearing, of which the Commissioner of Banking shall have such notice as the said court may determine, may make such order as will permit the withdrawal of such bonds, or a part thereof, and will at the same time fully protect the rights of all creditors and persons contracting with, or purchasing from, the said company, corporation, or association within the Commonwealth. Trust companies acting as depositaries under the provisions of this section shall pay over the income of the bonds, deposited with them as aforesaid, to the company, corporation, or association depositing them, and shall make report in writing, signed or sworn to by the president or treasurer thereof, to the Commissioner of Banking semi-annually, on the first day of January and the first day of July in each year, setting forth the amounts and kinds of bonds deposited with them, as aforesaid, and by what company, corporation, or association the same have been deposited; and for failure to make such report within thirty days after the time fixed as aforesaid for making such reports, the trust company failing to make the same shall be liable to a penalty of fifty dollars, to be recovered in the name of the Commonwealth, as other penalties are by law recoverable, and the amount so recovered shall be paid into the State Treasury. The trust company selected by any such company, corporation, or association as its depositary of bonds, under this section, may be changed, from time to time, by such company, corporation, or association, with the approval in writing of the Commissioner of Banking.

Section 4, Act of June 7, 1907, P. L. 446.

Section 22. No foreign company, corporation, association, or limited partnership, or joint stock association, as aforesaid, shall be licensed to engage or engage in the negotiation, offering for sale, or sale of securities, as enumerated and described in section eigh-

teen of this article, within this Commonwealth, unless the same shall have first registered in the office of the Secretary of the Commonwealth, agreeably to the provisions of the Act of April twenty-second, one thousand eight hundred and seventy four, in the office of the Auditor General, as required by section nineteen of the Act of June first, one thousand eight hundred and eighty-nine, and in the office of the Commissioner of Banking, agreeably to the provisions of the Act of February eleventh, one thousand eight hundred and ninety-five.

Section 5, Act of June 7, 1907, P. L. 446.

Section 23. It shall be unlawful for any such foreign company, corporation, association, limited partnership association, or joint stock association, as aforesaid, or for any agent, solicitor, or representative thereof, to negotiate, offer for sale, or sell, within this Commonwealth, any bond or bonds, debenture or debentures, certificate or certificates, scrip, mortgage or mortgages, or other security or securities, or chose or choses in action, by the terms of which, or by reason of any special contract or contracts made in relation to which, a greater amount than eight per centum per annum is agreed or contracted to be paid on the principal thereof, or any bonus, premium, or other amount, or any valuable thing or privilege, is to be paid or given, in addition to the principal amounts of said security and interest thereof, as herein provided.

Any such foreign company, corporation, limited partnership association, or joint stock association, so offering for sale, negotiating, or selling such securities, as in this section aforesaid described, shall forfeit its license, be prohibited from doing business within this Commonwealth, and be subject to a penalty of one thousand dollars for each offense, to be recovered in an action to be brought for that purpose by the Attorney General. Any agent, solicitor, or representative of such company, corporation, association, limited partnership association, or joint stock association, offering for sale, negotiating, or selling such securities, in such capacity or on commission, shall be guilty of a misdemeanor, and be subject, on conviction thereof, to a penalty of five hundred dollars for each offense: Provided, however, That nothing herein contained shall be held to prohibit the distribution of surplus earnings or accumulations.

Section 6, Act of June 7, 1907, P. L. 446.

Section 24. Every foreign company, corporation, association, limited partnership association, or joint stock association engaged in the negotiation and sale, within Pennsylvania, of their own bonds, debentures, certificates, or other securities, shall set apart and keep invested as a reserve fund, no portion of which shall be applied to

the expenses of such company, corporation, or association, such sum or sums, apportioned from the periodical payments made and to be made upon any and all bonds, certificates, debentures, or obligations issued by such company, corporation or association, in accordance with the terms and conditions thereof, as, together with interest thereon at a rate not exceeding four per centum per annum, compounded annually, shall, at the maturity of such bonds, certificates, debentures, or obligations, equal the principal sum therein guaranteed to be paid by such company, corporation, or association, less any sum or sums previously paid or loaned to the holder or holders on account thereof: Provided, however, That nothing contained in this act shall be construed to prohibit the payment, by such company, corporation, or association, of accumulations, in addition to said principal sum guaranteed on the bonds, certificates, debentures or obligations issued by it, at the date of their final maturity.

No such foreign company, corporation, or association, conducting the business aforesaid, other than as provided in this act, shall be licensed to offer for sale, negotiate, or sell securities as hereinbefore enumerated within this Commonwealth; nor shall any such company, corporation, or association deal in, negotiate, offer for sale, or sell, within this Commonwealth, the bonds, scrip, or other securities, of any foreign company, corporation, or association which violates the provision herein contained as to the setting apart and keeping invested of a reserve fund; nor shall the agents, solicitors, or representatives of such company, corporation, or association offer for sale, negotiate, or sell such obligations. Any such foreign company, corporation, or association, so offering for sale, negotiating, or selling such securities, except as hereinbefore provided, shall forfeit its license, be prohibited from doing business in this Commonwealth, and be subject to a penalty of one thousand dollars for each offense, to be recovered in an action to be brought by the Attorney General for that purpose; and any agent, solicitor, or representative thereof, so offering for sale, negotiating, or selling such securities, in such capacity or on commission, shall be guilty of a misdemeanor, and be subject, upon conviction thereof to a penalty of fifty dollars for each offense.

Section 7, Act of June 7, 1907, P. L. 446.

Section 25. The Commissioner of Banking shall have the same powers, for the examination of accounts, books, papers, and affairs of said foreign companies, corporations, associations, limited partnership and joint stock associations, as are now vested in him by law for the examination of banks, foreign companies, corporations, associations, and joint stock and limited partnership associations; and shall, on making application for license under the provisions of this

act, file with the Banking Commissioner a stipulation and agreement that the offices, books, accounts, and papers thereof, wherever located, shall be subject to the examination of said Commissioner, as fully and in the same manner as if the same were located within the State of Pennsylvania. Mileage at the rate of ten cents per mile shall be paid by said foreign companies, corporations, associations, limited partnership and joint stock associations, to the Commissioner of Banking, for the use of the Commonwealth, on account of the travel of the examiners, appointed by said Commissioner, for the examination of the books, accounts, and affairs thereof, in addition to the expenses enumerated in the Act of February eleventh, one thousand eight hundred and ninety-five, to the payment of which expenses the said companies, corporations, and associations are hereby made subject. If upon examination of any of the said foreign companies, corporations, associations, limited partnership or joint stock associations, the same should appear to be insolvent or conducting their business according to hazardous methods, or that their affairs are in an unsafe or unsound condition, or in the event of the failure of any such foreign company, corporation, or association, limited partnership, or joint stock association to promptly pay the mileage and examination fees herein provided, the Commissioner of Banking may, at his discretion, and after due notice to such foreign company, corporation, association, limited partnership, or joint stock association, revoke and annul their license to do business within this Commonwealth.

Section 8, Act of June 7, 1907, P. L. 446.

(COMP.)

CHAPTER IV.

ARTICLE XIII.

PENAL PROVISIONS.

Section 1. Any president, vice-president, cashier, treasurer, secretary, teller, bookkeeper, clerk, employe, or agent of any mutual savings bank, savings bank, bank of discount and deposit, trust company, title insurance company, surety company, or safe deposit com-

pany, incorporated under the laws of this Commonwealth; or of any private bank or unincorporated association, receiving deposits of money; or of any building and loan association, incorporated under the laws of this Commonwealth, or authorized to do business therein,—who shall embezzle, abstract, or wilfully misapply any of the moneys, funds, or credits of any of said institutions, or who shall issue or put forth any certificate of deposit, draw any order or bill of exchange, make any acceptance, assign any note, bond, draft, bill of exchange, mortgage, judgment, or other instrument in writing, or who shall make any false entry in any book, report, or statement of such institution, with intent, in either case, to injure or defraud such institution, or any other company, body politic or corporate, or any individual person, or to deceive any officer of such institution, or any bank examiner or other person legally authorized to examine the affairs of any such institution; and any person, who, with like intent, aids or abets any president, vice-president, cashier, treasurer, secretary, director, trustee, teller, bookkeeper, clerk, employe, or agent of such institution, in any violation of this act,—shall be deemed guilty of a misdemeanor, and, upon conviction thereof, shall be sentenced to pay a fine of not less than five hundred dollars nor more than five thousand dollars, and undergo imprisonment for not less than six months, nor more than five years, or either or both, in the discretion of the court.

Section 1, Act of April 23, 1909, P. L. 169.

Whenever the Commissioner of Banking shall have knowledge of any violation of this act, it shall be his duty to institute prosecutions against all persons violating any of the provisions hereof.

Section 2, Act of April 23, 1909, P. L. 169.

Section 2. If any person, being an officer, director, superintendent, manager, receiver, employe, agent, attorney, broker, or member of any bank or other body corporate, or public company, municipal or quasi municipal corporation, shall fraudulently take, convert or apply to his own use, or the use of any other person, any of the money or other property of such bank, body corporate or company, municipal or quasi municipal corporation, or belonging to any person or persons, corporation or association, and deposited therein, or in possession thereof, he shall be guilty of a misdemeanor

Section 1, Act June 12, 1878, P. L. 196, amending Section 116, Act March 31, 1860, P. L. 382.

Section 3. If any person, being an officer, director, superintendent, manager, receiver, employe, agent, attorney, broker, or member of any body corporate or public company, or municipal or quasi mu-

municipal corporation shall as such receive or possess himself of any money or other property of such corporate or public company, municipal or quasi municipal corporation, otherwise than in payment to him of a just debt or demand, and shall, with intent to defraud, omit to make or cause or direct to be made, a full and true entry thereof in the books and accounts of such body corporate, public company, municipal or quasi municipal corporation, he shall be guilty of a misdemeanor.

Section 2, Act June 12, 1878, P. L. 196, amending Section 117, Act March 31, 1860, P. L. 382.

Section 4. If any officer, director, superintendent, manager, receiver, employe, agent, attorney, broker, or member of any bank or other body corporate, or public company, municipal or quasi municipal corporation shall, with intent to defraud, destroy, alter, mutilate or falsify any of the books, papers, writings or securities belonging to the bank, body corporate or public company, municipal or quasi municipal corporation, of which he is a director, officer, superintendent, manager, receiver, employe, agent, attorney, broker or member, or shall make or concur in the making of any false entry or any material omission in any book of accounts or other document, he shall be guilty of a misdemeanor.

Section 3, Act of June 12, 1878, P. L. 197, amending Section 118, Act March 31, 1860, P. L. 382.

Section 5. If any officer, director, superintendent, manager, receiver, employe, agent, attorney, broker, or member of any bank or other body corporate, or public company, municipal or quasi municipal corporation, shall make, circulate or publish, or concur in making, circulating, or publishing, any written or printed statement or account, which he shall know to be false in any particular, with intent to deceive or defraud any member, shareholder or creditor of such body corporate or public company, municipal or quasi municipal corporation, or with intent to induce any person to become a shareholder or partner therein, or to interest or advance any money or property to such body corporate or public company or to enter into any security for the benefit thereof, shall be guilty of a misdemeanor.

Section 4, Act June 12, 1878, P. L. 197, amending Section 119, Act March 31, 1860, P. L. 382.

Section 6. Every person found guilty of a misdemeanor under the second, third, fourth or fifth sections of this article, shall where the nature and extent of the punishment is not specified, be sen-

tenced to pay a fine not exceeding one thousand dollars, and to undergo an imprisonment by separate or solitary confinement at labor not exceeding six years.

Section 5, Act June 12, 1878, P. L. 197.

Section 7. Indictments for misdemeanors committed by any officer, director, receiver, superintendent, manager, broker, attorney, agent, employe or member of any bank, body corporate or public company, municipal or quasi municipal corporation may be commenced and prosecuted at any time within four years from the time the alleged offense shall have been committed.

Section 6, Act of June 12, 1878, P. L. 196. The Act of June 12, 1878, P. L. 196, does not apply to officers of national banks. *Allen's Appeal*, 119 Pa. 192 (1888); *Com. v. Ketner*, 92 Pa., 372 (1880).

Section 8. It shall not be lawful for any councilman, burgess, trustee, manager or director of any corporation, municipality or public institution, to be at the same time a treasurer, secretary or other officer, subordinate to the president and directors, who shall receive a salary therefrom, or be the surety of such officer, nor shall any member of any corporation or public institution, or any officer or agent thereof, be in any wise interested in any contract for the sale or furnishing of any supplies, or materials to be furnished to or for the use of any corporation, municipality or public institution of which he shall be a member or officer, or for which he shall be an agent, nor directly or indirectly interested therein, nor receive any reward or gratuity from any person interested in such contract or sale; and any person violating these provisions, or either of them, shall forfeit the membership in such corporation, municipality or institution, and his office or appointment thereunder, and shall be held guilty of misdemeanor, and on conviction thereof be sentenced to pay a fine not exceeding five hundred dollars: Provided, That nothing in this section contained, shall prevent a vice-president of any bank from being a director of such bank, or of receiving a salary as vice-president.

So much of this section as prohibits directors acting as officers of corporations is repealed by Act of May 20, 1891, P. L. 101. See Sections 133 and 134.

Section 66, Act of March 31, 1860, P. L. 400.

See Act April 26, 1855, Section 1, P. L. 328.

It shall be lawful for any vice-president, treasurer or other salaried officer of any trust, deposit or other purely private or business cor-

poration, to hereafter serve, or to have heretofore concurrently served, such corporation as a director thereof, when lawfully elected to said position.

Act of May 20, 1891 (P. L. 101). This act provides as to corporations not formed under the Act of 1874, which is provided as to corporations formed thereunder by the preceding Act of May 14, 1891, *supra*.

Any person who shall contract for the sale or sell any supplies or materials as aforesaid, and shall cause to be interested in any such contract or sale, any member, officer or agent of any corporation, municipality or institution, or give or offer to give any such person any reward of gratuity, to influence him or them in the discharge of their official duties, shall not be capable of recovering anything upon any contract or sale, in relation to which he may have so practiced or attempted to practice corruptly, but the same shall be void, and such party shall be guilty of a misdemeanor, and on conviction thereof, be sentenced to pay a fine not exceeding five hundred dollars.

Section 67, Act of March 31, 1860, P. L. 400.

Section 9. If any officer of any municipal or other corporation, not authorized by law, shall be instrumental in, or shall consent to or connive at the making or issuing of any note, bill, check, ticket or order, intended to be used as currency, he shall be guilty of a misdemeanor, and on conviction thereof be sentenced to pay a fine not exceeding one thousand dollars for each offense, and to undergo an imprisonment not exceeding six months.

Section 68, Act March 31, 1860, P. L. 400.

Section 10. It shall not be lawful for any person or persons, bank, savings fund, building association or any corporation to repledge or rehypothecate any stocks, bonds or other securities, received by any of them for money lent and borrowed, during the continuance of the contract of hypothecation or pledging of such securities; and such repledging or rehypothecation, without the consent of the party pledging the same, is hereby declared a misdemeanor, triable in the courts of quarter sessions, and on conviction thereof any person or persons or the officers of any corporation, violating the provisions of this section, shall be sentenced to a fine not less than five hundred nor more than five thousand dollars, and undergo imprisonment for a period not exceeding five years, or both, or either, at the discretion of the court before which such person shall be prosecuted: Provided, That this act shall not be construed to prevent brokers from pledging or hypothecating stocks or other securities which

they have purchased, in whole or in part, with their own money or credit, for others, and for which they have not been wholly reimbursed by the parties for whom such stocks or other securities have been purchased.

Act of June 10, 1881, P. L. 107, amending Act of May 25, 1878, P. L. 155.

Section 11. If any member of a co-partnership, corporation or association without the consent of his associate or associates in such co-partnership, corporation or association, wilfully and fraudulently converts to his own use or takes, makes way with or secretes with intent to convert to his own use, or to the use of another, or withholds or appropriates or otherwise fraudulently applies or makes use of any money, goods, rights in action or other valuable securities or effects belonging to such co-partnership, corporation or association and which may have come into his possession or under his care, or who shall wilfully or fraudulently use or pledge the name of the partnership, corporation or association for any other purpose than the bona fide use of said firm, co-partnership, corporation or association, he shall be guilty of a misdemeanor, and shall, upon conviction thereof, be sentenced to an imprisonment not exceeding two years, or to a fine not exceeding one thousand dollars, or both or either at the discretion of the court.

Act June 3, 1885, P. L. 60.

Section 12. If any officer, agent or employe of any corporation chartered under the laws of this Commonwealth, or any foreign corporation doing business in this Commonwealth, shall coerce or attempt to coerce any employe of such corporation by discharging them or threatening to discharge them from employment of such corporation because of their connection with any lawful labor organization which such employe may have formed, joined or belonged to, or if any such officer, agent or employe shall exact from any applicant for employment in such corporation any promise or agreement not to form, join or belong to such lawful labor organization, or not to continue a member of such lawful labor organization, or if any such officer, agent or employe shall in any way prevent or endeavor to prevent any employe from forming, joining, or belonging to such lawful labor organization, or shall interfere or attempt to interfere by any other means whatsoever, direct or indirect, with any employes free and untrammelled connection with such lawful labor organization, he or they shall be guilty of a misdemeanor, and on conviction thereof shall be liable to a fine of not more than two thousand nor less than one thousand dollars, and imprisonment for a term not exceeding one year, or either, or both, in the discretion of the court.

Act of June 4, 1897, P. L. 116.

CHAPTER IV.

ARTICLE XIV.

MISCELLANEOUS.

Section 1. All corporations heretofore or hereafter incorporated under any special or general law of this Commonwealth may, at any time or times, declare dividends of so much of their net profits as shall appear advisable to the directors; such dividends to be paid to the stockholders or their legal representatives at such time after their declaration as the directors may fix; but such dividends shall in no case exceed the amount of the net profits actually acquired by the company, so that the capital stock shall never be impaired thereby.

Section 1, Act of May 23, 1913, P. L. 336.

Section 2. Whenever, by any general or special law of this Commonwealth, it has been provided that the principal office of any corporation shall be kept or maintained in any particular place, it shall be lawful for the holders of one-fourth of the stock of such corporation to file in the office thereof, among the records of said corporation, a declaration and certificate that a change in the location of said principal office is in their opinion necessary for the interest of said corporation, and thereupon it shall be the duty of the president and secretary of said company to give notice by publication in a newspaper of the county wherein the principal office of the company is located during two weeks, that an election will be held not more than four weeks nor less than three weeks from the date of the filing of said declaration, at the office of said corporation, for the purpose of determining the future location of the principal office.

At such election each stockholder shall be entitled to one vote for every share of stock held by him; the voting shall be by ballot, each ballot containing the name of the shareholder and number of shares of his stock, and the location voted for by him; and if upon counting the vote it shall appear that a majority of the shares of stock have been voted in favor of any new location, a certificate of the result, under the seal of the corporation, signed by the president and secretary, shall be filed in the office of the Secretary of the Commonwealth, and the principal office of the company shall be removed to said loca-

tion as soon as practicable thereafter: Provided, That this section shall not authorize any corporation to remove its office beyond the limits of the county where the principal office of said company is located at the time of holding the election for the purpose of changing said location.

Act March 18, 1879, P. L. 7.

It shall be lawful for any corporation of this State, now existing or hereafter created, to change the location of its principal office, the place of its annual and other meetings of stockholders, or the time for holding such annual meetings, or either, or all, by resolution of its board of directors, adopted by a two-thirds vote thereof, approved at any annual meeting or special meeting duly called of the stockholders, by a two-thirds vote thereof. Upon such approval of the stockholders, it shall be the duty of the president of such corporation to file in both the offices of the Secretary of the Commonwealth and the Auditor General of this Commonwealth a report, under the seal of the company, specifying the change or changes so made. Nothing in this section, however, shall authorize the location of the principal office or the holding of the annual or other meetings of stockholders outside of the limits of this Commonwealth.

Act June 8, 1893, P. L. 355.

Section 3. In all cases where any company has been incorporated under the laws of this State, and a majority of the directors, corporators or stockholders thereof are citizens of any other state, said corporation may be organized, and all the meetings of such corporators, directors or stockholders, held in such place, whether in this State or elsewhere, as such majority may, from time to time, appoint: Provided, however, that the annual election for officers of such corporation shall be held in the State of Pennsylvania, at such time and place and upon such notice, by publication in the newspapers of this State, as the by-laws of such corporation may, from time to time, determine.

Act Nov. 27, 1865 (P. L. 1866, p. 1228).

Section 4. Hereafter in any suit or action brought in any court within this Commonwealth in which the accounts kept by any common carrier, railroad company, chartered storage or transportation company, or other corporation doing business within this Commonwealth are involved in an issue between other parties, and in the result of which such common carrier, railroad company, chartered storage or transportation company, or other corporation, has no direct or pecuniary interest, a copy of the books of account of original

entry of such common carrier, railroad company, chartered storage or transportation company, or other corporation, under the oath or affirmation of an officer or employe in charge of the books of such common carrier, railroad company, chartered storage or transportation company, or other corporation, filed within ten days of the date of the trial or hearing of the issue in said suit or action, shall be and become prima facie evidence, and the books of such common carrier, railroad company, chartered storage or transportation company, or other corporation, shall not be required to be produced, except upon the allegation of either party to said suit or action of specific errors therein or omissions therefrom in writing filed; and in case the party making such allegations shall fail to sustain the same when said books are produced, if required, shall pay to such common carrier, railroad company, chartered storage or transportation company, or other public corporation, such reasonable sum as the court may order and direct for expenses incurred, and loss sustained in the production of said books, otherwise the said company or corporation shall not be entitled to any compensation.

Act May 25, 1897, P. L. 82.

Section 5. Whenever any corporation may have sold, let or mortgaged or may hereafter sell, let or mortgage, any of its corporate property, real or personal, or its franchises, a copy of the minutes of any meeting of the stockholders or directors of such corporation, authorizing or directing any such sale, letting or mortgaging, proved by oath or affirmation of the secretary or other proper custodian of such minutes, to be a full and true copy of the minutes of such meeting, so far as relates to any such sale, letting or mortgaging, shall be prima facie evidence of the matters therein set forth, in any case in which the original minutes, if duly proved, would be evidence in any judicial proceeding, relating to such property or franchises; and such copy, so probated before any officer authorized to take probate or acknowledgment of deeds for the purpose of record in this Commonwealth, may be recorded in the office for recording deeds, in the proper county, in like manner and with like effect, as other instruments of writing, relating to real estate in such county, may be recorded.

Section 1, Act June 8, 1881, P. L. 69.

Whenever any such corporation, after having sold, let or mortgaged any estate, real or personal, or franchises, may have been, or may hereafter be, dissolved in pursuance of law, such probate may be made by the secretary who kept or recorded such minutes, or by

any other ex-officer of such dissolved corporation having the actual custody of said original minutes, and the averment of such facts in the probate shall be prima facie evidence thereof.

Section 2, Act of June 8, 1881, P. L. 69.

In case of any duly authorized sale, letting or mortgaging by a corporation, the same shall not be invalidated by any informality in the execution or acknowledgment of any conveyance, mortgage or other instrument by any officer of such corporation for carrying the same into effect: Provided, That no defect in substance shall be deemed to be cured hereby.

Section 3, Act of June 8, 1881, P. L. 69.

Section 6. In any civil proceeding, whether or not it be brought or defended by a person representing the interests of a deceased or lunatic assignor of any thing or contract in action, a party to the record, or a person for whose immediate benefit such proceeding is prosecuted or defended, or any director or other officer of a corporation or joint stock or other association which is a party to the record, or for the immediate benefit of which such proceeding is prosecuted or defended, or any other person whose interest is adverse to the party calling him as a witness, may be compelled by the adverse party to testify as if under cross-examination, subject to the rules of evidence applicable to witnesses under cross-examination, and the adverse party calling such witnesses shall not be concluded by his testimony, but such person so cross-examined shall become thereby a fully competent witness for the other party as to all relevant matters, whether or not these matters were touched upon in his cross-examination, and also, where one of the several plaintiffs or defendants, or the person for whose immediate benefit such proceeding is prosecuted or defended, or such director or officer, or such other person having an adverse interest, is cross-examined under this section, his co-plaintiffs or co-defendants, or fellow directors or officers, shall thereby become fully competent witnesses on their own behalf, or on behalf of the corporation or association of which they shall be directors or officers, as to all relevant matters, whether or not these matters were touched upon in such cross-examination.

Act of March 30, 1911, P. L. 35, amending Section 7, Act of May 23, 1887, P. L. 158.

Section 7. From and after the passage of this act corporations organized for profit under the laws of the Commonwealth of Pennsylvania may, out of the earnings of said corporations, grant allowances or pensions to employes for faithful and long continued ser-

vice who have, in such service, become old, infirm or disabled: Provided, That the provisions of this section shall not apply to any director or officer of any such company or corporation.

Act May 11, 1893, P. L. 42.

Section 8. In all assignments of property, whether real or personal, which shall hereafter be made by any person or persons or chartered company, to trustees or assignees, on account of inability, at the time of the assignment, to pay his or their debts, the wages of miners, mechanics and laborers employed by such person or persons or chartered company shall be first preferred and paid by such trustees or assignees, before any other creditor or creditors of the assignor: Provided, That any one claim thus preferred shall not exceed \$100.

Act April 22, 1854, P. L. 480.

Section 9. Whenever any incorporated company, subject to the provisions of the preceding section shall divest itself of its real or personal estate, contrary to the provisions of the said resolution, it shall and may be lawful for any contractor, laborer or workman employed in the construction or repair of the improvements of said company, having obtained judgment against the said company, to issue a scire facias upon said judgment, with notice to any person, or to any incorporated company, claiming to hold or own said real or personal estate, to be served in the same manner as a summons upon the defendant, if it can be found in the county, and upon the person or persons, or incorporated company claiming to hold or own such real estate; and if the defendant cannot be found, then upon the return of one nihil and service as aforesaid, on the person or persons, or company, claiming to hold or own as aforesaid, the case to proceed as in other cases of scire facies on judgment against terre tenants.

Act April 4, 1862, P. L. 235.

Section 10. It shall not be lawful for any company incorporated by the laws of this Commonwealth and empowered to construct, make and manage any railroad, canal or other public internal improvement, while the debts and liabilities or any part thereof incurred by the said company to contractors, laborers and workmen employed in the construction or repair of said improvement remain unpaid, to execute a general or partial assignment, conveyance, mortgage or other transfer, of the real or personal estate of the said company, so as to defeat, postpone, endanger or delay their said creditors, without the written assent of the said creditors first had and ob-

tained; and any such assignment, conveyance, mortgage or transfer, shall be deemed fraudulent, null and void, as against any such contractors, laborers and workmen, creditors, as aforesaid.

Resolution of January 21, 1843, P. L. 367.

Section 11. It is hereby made the duty of each railroad, canal, navigation, telegraph and telephone company, or other corporation owning, operating or controlling lines or works in whole or in part within the limits of this State, to make out and return to the Secretary of Internal Affairs a complete report, according to the form to be prescribed by the said Secretary of Internal Affairs, which, among other things, shall embrace in detail the operations and affairs of said corporations during the fiscal year, together with such other information as the secretary shall direct. Said report shall be attested by the oath or affirmation of at least two of the following named officers of the company, president, general manager, superintendent, sequestrator, secretary, treasurer and auditor. That said report shall cover the transactions of each of said corporations for the fiscal year ending on the thirtieth day of June, each year, and shall be filed in the office of Secretary of Internal Affairs not later than the thirty-first day of August in each year.

Section 2, Act April 19, 1897, P. L. 25, amending the Act of April 13, 1889, P. L. 202, which amended the Act of April 9, 1870, P. L. 61.

Every such railroad, canal, navigation, telegraph and telephone company, or other corporation owning, operating or controlling lines of railway, canal, transportation, telegraph or telephone, located in whole or in part in Pennsylvania, that shall refuse or neglect to make such report as herein provided and at the time specified in the second section of this act, shall be liable to a penalty of five thousand dollars to the use of the Commonwealth for every such refusal or neglect, to be sued for and recovered as debts of like amount are or may be by law recoverable.

Section 3, Act of April 19, 1897, P. L. 25. Street railway and traction companies are required to report under the provisions of this act.

(COMP.)

CHAPTER V.

ARTICLE I.

ARTIFICIAL GAS COMPANIES.

Section 1. Companies incorporated under the provisions of this statute for the manufacture and supply of light, heat and fuel, or any of them by any process of manufacture, shall, unless otherwise provided by this act, from the date of letters patent creating the same, have the powers and be managed, governed and controlled as hereinafter provided.

Section 1, Act June 2, 1887, P. L. 310, amending the first paragraph of Section 34, of the Act of April 29, 1874, P. L. 93.

Section 2. Where any such company shall be incorporated for the supply of heat, light and fuel, or any of them, by any process of manufacture, it shall have authority to supply such heat, light and fuel, or any of them, to the territory named in its articles of association (which shall never cover more than a single county), and to such persons, partnerships and corporations residing therein, or adjacent thereto, as may desire the same, at such prices as may be agreed upon, and shall have the power of eminent domain to appropriate property, so far as may be necessary, to enable it to acquire that which is necessary for its plant (whether the same be in the county named in its articles of association, or elsewhere), and for its lines of distribution; and the power also to make, erect and maintain the necessary building, machinery, and apparatus for producing heat, light and fuel, or any of them, and to distribute the same; with the right to enter upon any public street, lane, alley, or highway, for such purpose, to alter, inspect and repair its system of distribution, doing as little damage to said streets, lanes, alleys and highways, and impairing the free use thereof as little as practicable, and subject to such regulations as the councils of any borough or city, whose highways may be occupied, shall adopt in regard to grades, or for the protection and convenience of public travel over the same: Provided, That no company which may now or hereafter be incorporated under the provisions of this act, shall enter upon any street in any city or borough of this Commonwealth, until

after the consent to such entry of the councils of the city or borough in which such street may be located, shall have been obtained. And the said right of eminent domain shall be exercised in the mode prescribed and according to the provisions of Section, Article II, Chapter III of this act, with this proviso, however, that where any such company shall use its system of distribution for the conveyance of gas for any of the purposes aforesaid at a greater pressure than four ounces per square inch of pressure, or where the gas manufactured shall contain more than ten per cent. of carbonic oxide, such system of distribution shall be provided with suitable appliances for preventing, or taking up any leakage, so that danger to life, property and vegetation may be avoided.

Section 2, Act June 2, 1887, P. L. 310, amending Clause I, Section 34, of the Act of April 29, 1874, P. L. 73.

Section 3. No water company, gas company or electric light company shall enter upon or occupy, in any manner whatever, any street or highway within any township of the first class of this Commonwealth, without first making application, in writing, to the proper authorities of such township of the first class and obtaining its consent or permission, which shall be given by ordinance only, and upon such conditions, stipulations and regulations as the municipal authorities may deem proper.

Act June 6, 1907, P. L. 417.

Section 4. The right to have and enjoy the franchises and privileges of such corporation for the manufacture of gas, for light only, shall be an exclusive one, within the district or locality covered by its charter; and no other company shall be incorporated for the manufacture of gas to supply light only to the public until the said corporation shall have, from its earnings, realized and divided among its stockholders, during five years, a dividend equal to eight per centum per annum upon its capital stock: Provided, That said corporation shall at all times furnish pure gas and water, and any citizen using the same may make complaint of impurity or deficiency in quantity or both, to the court of common pleas of the proper county, by bill filed, and after hearing the parties touching the same, the said court shall have power to make such order in the premises as may seem just and equitable, and may dismiss the complaints, or compel the corporation to correct the evil complained of: And provided, That the right to have and enjoy the franchises and privileges of such corporation for the manufacture of gas for light only, shall not be an exclusive one in any case of a corporation existing prior to the twenty-ninth day of April, one thousand eight hundred and seventy-four, which has accepted or hereafter may accept the pro-

visions of the Act of April twenty-ninth, one thousand eight hundred and seventy-four, entitled "An act to provide for the incorporation and regulation of certain corporations," or of said act and its supplements.

Act of June 24, 1895, P. L. 267, amending the Act of June 2, 1887, P. L. 310, which act was amendatory of Clause 3, Section 34, Act April 29, 1874, P. L. 73.

Section 5. Whereas, the true policy of the grant of exclusive rights to gas companies is the encouragement and establishment of such companies for the supply of gas where no such supply was previously furnished, and the real consideration for such exclusive rights is the new public service thus secured.

And whereas, Many corporations long and profitably established have accepted the provisions of the said act of one thousand eight hundred and seventy-four, for the purpose of securing a monopoly of a business, the conditions of which invited competition, and of forestalling the incorporation of companies about to be organized.

And whereas, It is injurious to the citizens of the Commonwealth that the exclusive rights and privileges of gas companies which have accepted the provisions of said act of one thousand eight hundred and seventy-four, should longer continue.

Now therefore, in recognition of the limitation of article one, section seventeen and pursuant to the provisions of article sixteen, section ten of the Constitution:

All exclusive rights, franchises and privileges of each and every gas company which was in existence prior to April twenty-ninth, one thousand eight hundred and seventy-four, and which has since accepted the provisions of the act entitled "An act for the incorporation and regulation of certain corporations," passed the twenty-ninth day of April, one thousand eight hundred and seventy-four, or of the said act and its supplements, pursuant to the provisions of the twenty-sixth section of said act, as originally enacted, or as since amended, so far as said exclusive rights, franchises and privileges are conferred by the provisions of said act, or of any amendment thereof, or supplement thereto, are hereby revoked and annulled, anything in the twenty-fifth section or in any other provisions of said act or of any amendment thereof or supplement thereto, to the contrary notwithstanding.

Act of June 24, 1895, P. L. 266.

Section 6. Whoever, except the authorized agent or employe for the purpose of the owner, manufacturer or operator thereof, maliciously opens, closes, or in any manner or to any extent adjusts or interferes with any valve, regulator, gauge, gate, disc, curbcock, stop-

cock, meter or other regulating, operating or measuring device or appliance in or attached to the wells, tanks, conduits, pipe lines, mains, service pipes, house pipes, display pipes or other distributing pipes of any gas company, manufacturer or furnisher of gas, with intent to cause the escape of any gas or to injure or destroy any such property, or maliciously enlarges or alters any mixer, furnished or approved by any gas company, manufacturer or furnisher of gas, to or for a customer of its, his or their gas, or maliciously removes from its connection any mixer so furnished or approved of, or puts on any mixer without express permission first obtained, or consumes for fuel or light the gas of any gas company, manufacturer or furnisher of gas, or taps, severs or opens any main or pipe used or intended for the transmission of gas, or connects with such main or pipe any other main or pipe, shall be deemed guilty of a misdemeanor and upon conviction thereof, be sentenced to pay a fine not exceeding three hundred dollars, or undergo an imprisonment not exceeding three months, or both, or either, at the discretion of the court. The word "gas" in this act shall include and mean natural and artificial gas used for heating and illuminating purposes.

Act of June 26, 1895, P. L. 319.

Section 7. If any person or persons shall open a communication into the gas main or other pipe of said company, without authority from the inspector or other authorized agent of said company, or shall let on the gas after the same shall have been stopped by order of said inspector or authorized agent of said company for repairs or any other cause or purpose, or shall put up any pipes or burners, in addition to those originally put up and inspected, and introduce into them gas, without authority as aforesaid, he, she or they shall be subject to a penalty of not less than ten, nor more than one hundred dollars, recoverable before any alderman or justice of the peace of the proper county, as debts of like amount are by law recoverable, one-half to be paid to the informer, and one-half to the company.

Clause 5, Section 34, Act of April 29, 1874, P. L. 94.

Section 8. If any person or persons shall wilfully or maliciously do or cause to be done, any act or acts whatever, whereby any building, construction, reservoir or works of said company, or any gas pipe, gas post, burner or reflector, or any matter or thing appertaining to the same shall be stopped or obstructed, injured, contaminated or destroyed, the person or persons so offending shall be considered guilty of a misdemeanor, and may therefor be indicted in the court of quarter sessions of the proper county, and on conviction thereof shall be punished by a fine not exceeding five hundred dollars, or to

be imprisoned not exceeding one year, or both, at the discretion of the court: Provided, That such criminal prosecution shall not in any way impair the right of said company to a full compensation in damages by civil suit.

Clause 6, Section 34, Act of April 29, 1874, P. L. 95.

Section 9. It shall be lawful at any time after twenty years from the introduction of water or gas, as the case may be, into any place as aforesaid, for the town, borough, city or district into which the said company shall be located, to become the owners of said works, and the property of said company, by paying therefor, the net cost of erecting and maintaining the same, with interest thereon, at the rate of ten per cent. per annum, deducting from said interest all dividends theretofore declared.

Section 34, Clause 7, Act of April 29, 1874.

(COMP.)

CHAPTER VI.

ARTICLE I.

BOOM AND LOGGING COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the construction of dams in any stream, and the driving and floating of saw logs, lumber and timber on and over any stream, not exceeding thirty-five miles in length from their source, by the usual methods of driving and floating logs, timber and lumber on streams, and so as not to obstruct the descending navigation by rafts and boats.

Act of July 9, 1901, P. L. 624, amending the Act of June 10, 1893, P. L. 412, which amended the Act of May 21, 1889, P. L. 259, amending the Act of June 22, 1883, P. L. 156, amendatory to the Act of April 10, 1879, P. L. 20, amending Paragraph 2, of the Second Section of the Act of April 29, 1874, P. L. 73.

Section 2. Corporations organized for the purpose of erecting reservoirs for the storage of water, construction of dams, transmission of power and the driving and floating of logs, timber and lumber on streams not exceeding thirty-five miles in length from their source, shall have the power to clear out, improve and use any stream, or the head of any stream not exceeding in length thirty-five miles from the source, to purchase dams and erect new dams thereon, may straighten, deepen, crib and widen such stream, or the head of any stream for the distance aforesaid, as they deem proper, and may generally use and manage the streams and the head of streams for the distance aforesaid and their improvements thereon for the floating of logs, lumber and timber thereon, by both natural and artificial floods, in their discretion, but in such manner as not to obstruct the descending navigation by rafts and boats: Provided, That in case where the heads of streams more than thirty-five miles in length are improved under the provisions of this chapter, no tax or tolls shall be charged on timber or logs passing through, banked or floated from below such improvement: Provided, further, That the corporation owning such improvements shall not be required to operate or furnish the use of such improvements for driving or floating timber or logs, unless the owners of such timber or logs consent to pay the tolls provided for in this act: Provided further, That a majority of the stock in any such corporation shall at all times be held by the persons owning lands drained by such streams.

Section 2, Act of June 10, 1893, P. L. 412, amending acts as stated in note 2.

Section 3. The improvements of corporations organized for the floating of logs, lumber and timber as aforesaid, and the use of the streams so to be controlled by them, shall be for the public benefit, so that all persons shall have the right to have their logs, lumber and timber floated in such streams, with the aid of said improvements, subject, nevertheless, to the payment of such reasonable tolls and charges therefor, as said corporation or its proper officers may require, not in any case to exceed ten cents per thousand feet board measure: And provided, That the control of such improvements shall, at all times, be in the hands of said corporation.

Section 3, Act June 22, 1883. P. L. 156.

Section 4. Companies incorporated for the purpose of floating and driving logs, timber and lumber on and over any stream shall, before commencing same, agree with the owner of any mill or saw mill dams upon such stream, and the owners of lands adjoining such streams, for compensation for any damages that may be occasioned

by reason of the erection of splash dams on said streams, and the driving and floating of logs, timber and lumber thereon; and when such company cannot agree with the owner or owners for such dams, or riparian owners for the damages aforesaid, by reason of incapacity or otherwise, then the damages done or likely to be done to such owner or owners, shall be assessed, and the right of possession and use of the such stream or streams acquired under section ..., Article II, Chapter III of this act.

Section 4, Act June 22, 1883, P. L. 156.

Section 5. Before any such corporation for the floating of logs, lumber and timber shall enter upon and exercise any control over any stream under this act, they shall file in the court of common pleas of the proper county a bond in such sum and with such sureties as shall be approved by the said court, or by the president judge thereof in vacation, conditioned to indemnify all and every person whose property may be injured by reason of the construction and operation of the improvements of said corporation.

Section 5, Act June 22, 1883, P. L. 156.

Nothing in this act contained shall be held to authorize the taking or injuring of private property for a private use, nor to affect in any way any suit at law or in equity now pending.

Section 6, Act June 22, 1883, P. L. 156.

(COMP.)

CHAPTER VII.

ARTICLE I.

BOULEVARD COMPANIES.

Section 1. Corporations of the second class may be formed for the purpose of constructing and maintaining boulevards in this Commonwealth.

Section 2. The directors of such corporation shall have full power and authority to appoint, agree and contract with such engineers, superintendents, artists, laborers and other persons as they may think necessary to make and construct such boulevards, and collect the tolls hereinafter authorized, and fix their compensation; to ascertain the times, manner and proportions in which the stockholders shall pay the amount of their respective shares in order to carry on their works, and to do and transact all other acts, matters or things as by the by-laws, orders and regulations of such corporation shall be entrusted to them.

Clause 1, Section 2, Act June 25, 1895, P. L. 382.

Directors of every corporation shall keep full and just accounts, as well of all moneys received by them as of those paid out and expended in the prosecution of their work, and shall at least once in every year submit their books and accounts to a general meeting of the stockholders.

Clause 2, Section 2, Act June 25, 1895, P. L. 382.

Section 3. It shall be lawful for such corporations to obtain by purchase or lease, and for any turnpike company or plank road company to sell or lease to any such boulevard company, any turnpike or plank road or any portion of either thereof owned by said turnpike company or plank road company, upon such terms as may be authorized by a majority in value of the owners of the stock in the respective companies.

Clause 3, Section 2, Act June 25, 1895, P. L. 382.

Section 4. Such boulevard companies shall have the right of eminent domain for the purpose of taking and acquiring any land necessary for the location and construction of any such boulevard, or for the purpose of widening or straightening thereof, upon first however, giving bond and proceeding as required by Section 26, Article II, Chapter III.

Clause 4, Section 2, Act June 25, 1895, P. L. 382.

Section 5. The directors of such corporation shall have the power to erect good and sufficient bridges over all streams of water crossed by their boulevard wherever the same shall be found necessary, and shall cause a boulevard to be laid out, not exceeding one hundred feet in width, and not less than fifty feet in width, and shall cause at least thirty feet of such width, inclusive of gutters, ditches or drains, to be made a good compact driving road of which twenty-five feet in width shall be constructed of stone, gravel or other proper

and convenient material as much as the nature of the ground may require, in such manner as will admit of an even surface; and said bridges shall not be constructed so as to obstruct the navigation of any stream declared a public highway.

Act April 28, 1899, P. L. 71, amending Clause 5, Section 2,
Act June 25, 1895, P. L. 382.

Section 6. Whenever such corporation shall have finished five miles or more of such improved roadway or boulevard, or if the entire boulevard shall be of a shorter distance, then, when completed, the court of quarter sessions of the proper county shall appoint forthwith three careful, judicious and disinterested persons to view and examine the same, and report, on oath or affirmation, whether the said boulevard is so far constructed in a competent and workmanlike manner, and also the actual amount expended by said company in the construction of said boulevard and in the purchase of any turnpike or plank road, the lands for the use of said boulevard company and damages paid in accordance with Clause four of Section two hereof; and if their report shall be in the affirmative as to the competent and workmanlike manner of construction, then the said court shall so decree and shall enter its decree as to the amount expended as aforesaid, and the said court shall, by its orders under seal of the court, permit and suffer said corporation to erect so many gates upon and across the said road as will be necessary and sufficient to collect from all persons otherwise than on foot, the same tolls as is herein authorized and granted.

Clause 6, Section 2, Act June 25, 1895, P. L. 382.

Section 7. When such corporation is licensed in manner aforesaid, it shall and may be lawful for them to appoint such and so many toll gatherers as they shall think proper to collect and receive of and from, all and every person or persons using the said road a toll of rates hereinafter mentioned, and to stop any person riding, leading or driving any horses, cattle, hogs, sheep, carriages, sulky, chaise, phaeton, cart, wagon, wain, sleigh, sled or any other carriage of burden or pleasure from passing through said gate, until they shall respectively have paid the same, that is to say: For every mile in length or portion of a mile, whether passing through a gate or not, of said roads, completed and licensed as aforesaid, the following sums of money, and so in proportion for any greater or less number of sheep, hogs or cattle, to-wit:

For every score of sheep, one cent; for every score of hogs, two cents, for every score of cattle, two cents; for every horse and his rider, or led horse, one cent; for every sleigh or sled, one cent for each horse drawing the same; for every sulky, chaise or cart with

two wheels, one cent for each horse drawing the same; for every carriage, coach, dearborn or wagon with four wheels, whose wheels shall be less than four inches in breadth, with one horse, one and one-half cents, and for every additional horse drawing the same, one cent; for every wagon or burden whose wheels shall be four inches and not exceeding seven inches wide, one cent for every horse drawing the same; for every wagon or burden the breadth of whose wheels shall be more than seven inches, one-half cent for each horse drawing the same: Provided, That for any wagon, et cetera, carrying burden, exceeding two tons in weight, on wheels less than four inches wide, and for any wagon, et cetera, carrying burden exceeding four tons in weight on wheels less than six inches wide double rates may be charged.

Clause 7, Section 2, Act June 25, 1895, P. L. 382.

Section 8. Believing that it will be to the benefit and welfare of the general public to encourage and promote the construction of boulevards and driveways as provided in this act, and recognizing that such boulevards and driveways will not be constructed unless they are in some way protected from the encroachment by railroads and transportation companies and other companies having the right of eminent domain, or having the right of way, the State of Pennsylvania hereby agrees and promises any company organized under the provisions of this article, that if such company shall, within two years after the date of its letters patent to be issued thereunder, expend on the construction of a boulevard or driveway and other purposes mentioned in Section six of this article, a sum not less than ten thousand dollars per mile as shall appear by the decree of court in said clause and section, and shall keep such driveway or boulevard in good order and repair, that it, the State, will not grant to any corporation or individual the right of eminent domain to condemn, or a right of way over or upon such driveway or boulevard, unless there shall appear an absolute necessity for so doing. If such necessity does seem to the State to have arisen the State agrees on its part that it will provide in the act granting such right of way or the right to exercise the eminent domain of the State, that the corporation or party seeking to use said right of way or to exercise such eminent domain shall first, and as a condition precedent to the exercise of the use or taking steps to condemn, demonstrate by a proceeding in the court of common pleas of the proper county to which the said boulevard company shall be a party, that there is as a question of engineering no other feasible route for the construction of its proposed works or road, than over and upon the said boulevard, and unless the court hearing such application shall be clearly satisfied on the whole case that there is no other feasible route or

way to construct the proposed road or works than upon the boulevard or driveway aforesaid, then the said court shall decree that the route or way or the exercise of the eminent domain shall not include the boulevard or driveway or any portion of it. In determining the feasibility of any other route, the fact that such route may be much more expensive shall not be considered as showing that the boulevard or driveway is the only feasible route. If it shall clearly appear that there is an absolute necessity to use the boulevard or driveway, then before such use and before the boulevard or driveway is in any way actually touched or used there shall have first been a final judgment of the court of last resort entered fixing definitely the amount of damages or compensation.

Clause 8, Sec. 2, Act June 25, 1895, P. L. 382. It is evident that the provisions of the foregoing section are contrary to Art. 16, Sec. 3, of the Constitution. See Sec. 28.

Section 9. Any corporation heretofore created for the purpose of constructing or maintaining any plank road or pike or macadamized road may accept the provisions of this article and of that to which it is a supplement, by a writing under the seal of the company, filed in the office of the secretary of the Commonwealth, and filing therewith its letters patent or charter (which shall be the surrender and acceptance thereof) and thereupon the company shall become a body corporate under this article, with all the rights and privileges given by this article and the act to which it is a supplement, and it shall also have all the rights, franchises, privileges and powers, which it theretofore had under its old charter, and this shall also include all ordinances and the bylaws of any municipal corporation which had theretofore granted privileges to it.

Section 3, Act June 25, 1895, P. L. 382.

(COMP.)

CHAPTER VIII.

ARTICLE I.

BOURSE COMPANIES.

Section 1. Corporations of the second class may be incorporated under the provisions of this article for the purpose of erecting or maintaining a bourse or exchange hall or other building to be used

in whole or in part as a bourse or exchange hall or as a meeting place for merchants or other business men for the exhibition of manufactured or natural products.

Section 1, Act of June 10, 1893, P. L. 417.

Section 2. Any corporation incorporated under the provisions of this article or any corporation heretofore incorporated, for the purpose and sale of real estate or for holding, leasing and selling real estate, and accepting the provisions of this article, shall file in the office of the Secretary of the Commonwealth a certificate specifying the date of incorporation and the act of assembly under which they were incorporated and the lot or building or the part or parts thereof to be used as a bourse or exchange hall or for an exhibition hall for the display of manufactured articles or natural products and the value thereof, and what proportion the value of the real estate used as a bourse or exchange hall or for an exhibition hall for the display of manufactured articles or natural products bears to the entire capital stock of such corporation, and upon such proportion of their capital stock, corporations incorporated under this act or heretofore incorporated for the purchase and sale of real estate or for holding, leasing and selling real estate and accepting the provisions of this article, shall be exempt from taxation.

Sec. 2, Act of June 10, 1893, P. L. 417.

(COMP.)

CHAPTER IX.

ARTICLE I.

BRIDGE COMPANIES AND FERRY COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this act for the construction and maintenance of a bridge over streams within this State or for the establishment and maintenance of a ferry.

Sections 1 and 2, Act of April 29, 1874, P. L. 73.

Section 2. Before the directors of any such corporation shall proceed to build any such bridge or ferry, it shall be lawful for them to contract with the owner or owners of any land, for the purchase of so much thereof as shall be necessary for the purpose of erecting and completing said bridge or ferry, and making all the necessary works and causeways to and from the same, if they can agree with the said owner or owners; but in case they cannot agree, proceedings shall be had as provided in section forty-one of this act. The said bridge or ferry shall be so constructed as not to interfere with the free navigation of said creek or river.

Act of May 25, 1887, P. L. 268, amending Sec. 31, Act of April 29, 1874, P. L. 90.

Section 3. When the said corporation shall have erected and completed a bridge over any creek or river, under the authority of this act, the property thereof shall be vested in the said corporation, and it shall have the power to erect gates and to demand and receive tolls for crossing said bridge, at such rates as the president and directors thereof shall, from time to time, determine, not exceeding the rates following, namely: For every score of sheep or swine, eight cents; for every score of horned or muley cattle, twenty-five cents; for every mule or horse, driven or led, five cents; for every horse or mule, ladened or unladened, with rider, five cents; for every two-wheeled vehicle and one horse, six cents; the same with two horses, ten cents; for every four-wheeled vehicle with one horse, ten cents; for every four-wheeled vehicle with two horses, fifteen cents; for either of the last-named vehicles, with four horses, twenty cents; for every foot passenger, two cents: Provided, That any bridge, not wholly or in part within the limits of any city of the first or second class within this Commonwealth, that shall hereafter be constructed or reconstructed, and the cost whereof shall be increased beyond the minimum by reason of the demands and requirements of navigation, the corporation owning the same may demand and receive tolls, not exceeding fifty per centum in excess of the above rates, in any case where such increased rates do not produce a net revenue in excess of six per centum per annum upon the capital stock of such corporation: Provided further, That no such increased tolls shall be charged in any case until the same shall have been authorized by the court of Quarter Sessions of the proper county, or if a bridge be located over a stream dividing counties, then by the court of Quarter Sessions of the county wherein the office of the company may be situated, and in all cases said corporations shall cause to be put up and kept in

some conspicuous place at the gate of said bridge a list of the rates of toll: And provided further, That all children going to and from school shall have free passage.

Act of May 6, 1887, P. L. 92, amending Clause 2, Section 31,
Act of April 29, 1874, P. L. 90.

Section 4. If the said corporation, or any person employed for it, shall collect or demand any greater rate or price for passing over said bridge, than what is prescribed in the list of tolls, put up at the gate as aforesaid, or neglect to keep such bridge in repair, he or they shall forfeit for every such offense the sum of ten dollars, to be recovered as debts of a similar amount are recovered, one-half to be paid to the county and the other half to the person who may sue for the same.

Section 7, Act April 17, 1876, P. L. 34, amending Clause 3,
Section 31, Act April 29, 1874, P. L. 90.

Section 5. Said corporation shall keep a just account of all moneys received by their several collectors of tolls, for crossing said bridge; and after deducting all contingent costs and charges, and such proportion of the income as may be sufficient for a fund to provide against the decay, the repairing and rebuilding of the said bridge that time and accident may render necessary, they shall semi-annually declare and make a dividend of the balance among the stockholders, first giving notice personally or by advertisement, of the time and place when and where the same shall be paid and shall cause the same to be paid, accordingly, in ten days thereafter, or as soon thereafter as the same shall be demanded.

Section 7, Act April 17, 1876, P. L. 34, amending Clause 4,
Section 31, Act April 29, 1874, P. L. 90.

Section 6. If any person or persons shall wilfully pull down, break or destroy, with intent to injure, any part or parts of the said bridges, or any toll house, gates, bars or other property of the said corporation, erected for the use of said bridges, or shall wilfully deform or destroy the letters or figures in any list of the rates of toll, affixed in any place for the information of passengers, or shall wilfully or maliciously obstruct or impede the passage in or over, the said bridges, or any part or parts thereof, he or she, or they, so offending, shall each of them forfeit and pay for each and every such offense, to the said corporation, the sum of ten dollars, to be recovered as other debts of a like amount are recoverable; and if any person shall be guilty of carrying any lighted cigar or pipe, or of carrying fire in any manner whatsoever over said bridge, except in a lantern or in some vessel secured so that the probability of setting fire to said

bridges shall be fully prevented; or shall discharge any pistol or gun or any fire-arms, on or near said bridges, he, she or they so offending, shall forfeit and pay to the said company the sum of five dollars each, with all other damages sustained to said bridges, for every such offense, to be recovered as aforesaid; or if any person or persons shall evade the payment of any toll or duty for passing said bridges, or ride or drive his or their horse or horses on or over said bridge in a faster gait than a walk, he, she or they so offending, shall forfeit and pay to the said corporation the sum of five dollars for every such offense, to be recovered in like manner as aforesaid; but no suit shall be brought for any of the said offenses, unless commenced within thirty days after it shall be known who committed said offense, and he, she or they so offending, shall remain liable to action at the suit of said corporation for such wrongs, if the sums herein mentioned be not sufficient to repair and satisfy said damages.

Section 7, Act April 17, 1876, P. L. 35, amending Clause 5, Section 31, Act April 29, 1874, P. L. 91.

Section 7. If any foot passenger, or any person riding or driving any horse, team of horses, oxen, or mules or asses, or any wagon, carriage or other vehicle drawn by horses, oxen or mules, or driving any drove of horses, mules, cattle, sheep or hogs, shall attempt to cross without payment of toll, any bridge owned or kept by any incorporated company in this Commonwealth, it shall be lawful for the said company, their toll collector or agent, to prevent the said crossing, and to turn the said person or persons back, and to shut the gates of the said bridge, and prevent their passage until payment of the tolls, legally and justly demandable, shall be paid. If any person shall force his way across the said bridge, without payment of the proper toll, or shall, with intent to defraud the said company of their just toll, pass by, or attempt to cross the said bridge without payment thereof, he shall be liable to a penalty in any sum not exceeding five dollars, for the use of the said company in which the gate of said bridge may be located; in every such case it shall be lawful for the said company, their toll collector or agent, to procure a warrant in the name of the Commonwealth, from any justice of the peace, for the arrest of the person so offending, authorizing the said toll collector or agent, or any constable, to arrest and bring him before the said justice, and on a hearing of the case, the said justice, if the facts shall warrant it, shall give judgment against him for the said penalty, and issue process to collect the same; in any such prosecution the said toll collector or agent shall be a competent witness to prove the facts. Nothing herein contained shall be construed to repeal any special provisions contained in the charter of any incorporated bridge company relative to the collection of tolls, or to the prevention or

punishment of forcible or fraudulent crossing: Provided, That the foregoing penalty shall not be imposed upon any person who shall have failed to pay his or her toll by reason of the absence of the proper person to receive it.

Act March 10, 1858, P. L. 90.

Section 8. It shall be lawful for any bridge company, incorporated by any special law of this Commonwealth, with the consent of a majority in interest of its stockholders, obtained at a meeting to be called for that purpose, of which public notice shall be given during thirty days, in a newspaper of the proper county to issue preferred stock of the company not exceeding the one-half of the capital stock of the corporation at such time; the holders of such preferred stock shall be entitled to receive such dividends thereon as the board of directors may prescribe, not exceeding twelve per centum per annum, payable out of the net earnings of the corporation.

Section 1, Act May 1, 1876, P. L. 91.

Section 9. It shall be lawful for any bridge company, incorporated by any special law of this Commonwealth, to borrow money or secure any indebtedness created by them, by issuing bonds, with or without coupons attached thereto, and secure the same by a mortgage or mortgages, to be given and executed to a trustee or trustees for the use of the bondholders, upon their real estate, bridges, improvement, property and corporate rights and franchises, to an amount not exceeding one-half of the capital stock of the corporation, paid-in, and at a rate of interest not exceeding eight per centum per annum: Provided, That any bridge company or companies accepting the provisions of this act, shall thereafter hold their charters subject to the provisions of the Constitution.

Section 2, Act of May 1, 1876, P. L. 91.

Section 10. In all elections or meetings of stockholders of any turnpike, plank road or bridge company, incorporated under any law of this Commonwealth, every stockholder shall be entitled to one vote for every share of stock by him or her held in such corporation, to be cast either in person, or by proxy duly constituted by power of attorney in writing, attested by one or more subscribing witnesses.

Act of June 11, 1879, P. L. 139.

Section 11. If any company incorporated under this law for the purpose of erecting any bridge as aforesaid, shall not proceed to carry on said work within the space of two years from the date of its

letters patent, and shall not, within the space of five years thereafter complete the same, the rights and privileges thereby granted to the said corporation shall revert to the Commonwealth.

Clause 6, Section 31, Act April 29, 1874, P. L. 92.

Section 12. It shall be lawful for any bridge company, with the assent of the holders of not less than two-thirds of its capital stock, to sell or dispose of its property to any other corporation, and said corporation so purchasing shall have full power, in accordance with the purposes of its charter, to use the property so purchased for the purpose designated in the charter under which said property was built.

Act of June 12, 1879, P. L. 173.

Section 13. Whenever a free public bridge has been erected and opened across a river or stream in this Commonwealth, near to, and accommodating the same public travel as the bridge of a private company or corporation authorized to take tolls for the passage of wagons and other vehicles, foot passengers, horses, cattle, sheep, swine, et cetera, thus diverting or taking away such travel from such bridges; and the said company shall desire to amend or alter the articles and conditions of the charter or instrument upon which said corporation is formed and established, so that it may not be obligatory upon such company or corporation to maintain its bridge for travel by wagons and other vehicles, foot passengers, horses, cattle, sheep, swine, et cetera; it shall and may be lawful for such corporation to apply to the Governor of this Commonwealth for such amendment or alteration in the manner provided in this act.

Section 1, Act of March 27, 1913, P. L. 16.

Section 14. The corporation desiring such amendment or alteration shall give notice of the intention to apply therefor, in two newspapers of general circulation, printed in the county wherein the principal office or place of business of said corporation is located, once a week for three weeks, setting forth briefly the character and objects of the desired amendments or alterations, and the intention to make application therefor.

Section 2, Act of March 27, 1913, P. L. 16.

Section 15. The said corporation shall prepare a certificate, under its corporate seal, setting forth the character and objects of the proposed amendment or alteration of its charter, or the instrument upon which said corporation is formed or established, acknowledged by the

president and secretary of said corporation before the recorder of deeds of the county wherein such corporation has its principal office or place of business; which certificate, together with proof of publication of notice as hereinbefore provided, shall then be produced to the Governor of the Commonwealth, who shall examine the same, and if he find it is proper form, and that such amendments or alterations are or will be lawful and beneficial, and not injurious to the community, he shall approve thereof and endorse his approval thereon, and direct letters patent to issue in the usual form, reciting the said amendments or alterations. The said certificate shall then be recorded in the office of the Secretary of the Commonwealth, and with all its endorsements shall be recorded in the office for the recording of deeds in and for the proper county, where the principal office or place of business of said corporation is located; and from thenceforth the same shall be deemed and taken to be a part of the charter or instrument upon which said corporation was formed or established, to all intents and purposes, as if the same had originally been made a part thereof. And thereupon it shall not be obligatory upon such company or corporation to maintain its bridge for travel by wagons and other vehicles, foot passengers, horses, cattle, sheep, swine, et cetera; but such company or corporation may close such bridge to such travel, permanently or temporarily, as may seem fit; retaining, however, all its rights of property and franchises in such bridge and its location, for all other uses and purposes whatsoever.

Section 3, Act of March 27, 1913, P. L. 16.

Section 16. Any ferry company, incorporated as aforesaid, shall have the right and power to erect and maintain a ferry, either of steam power or otherwise, across any of the streams or waters of this Commonwealth, subject to the right of prior occupants; and any ferry or wharf company may take and receive such charges for occupancy, storage and use and such tolls and freights for the passage of persons, vehicles, animals and freight as may be appointed by them, subject to approval of the court of Quarter Sessions of the proper county, which court is required to examine the schedule of charges and toll-sheets submitted by any such corporation, and approve the same or lessen or increase the same as seems just and proper.

Section 8, Act April 17, 1876, P. L. 36, amending Section 32, Act of April 29, 1874, P. L. 91.

(COMP.)

CHAPTER X.

ARTICLE I.

BUILDING AND LOAN ASSOCIATIONS.

Section 1. Corporations of the second class may be formed under the provisions of this article for the purpose of transacting the business of a building and loan association.

Section 2, Act of April 29, 1874, P. L. 96.

Section 2. Building and loan associations incorporated under the provisions of this article, shall have the powers, and from the date of the letters patent creating the same, when not otherwise provided in this act, be governed, managed and controlled as follows:

They shall have the power and franchise of loaning or advancing to the stockholders thereof the moneys accumulated, from time to time, and the power and right to secure the repayment of such moneys, and the performance of the other conditions upon which the loans are to be made, by bond and mortgage or other security, as well as the power and right to purchase or erect houses, and to sell, convey, lease or mortgage the same at pleasure to their stockholders, or others for the benefit of their stockholders, in such manner also that the premiums taken by the said associations for the preference or priority of such loans, shall not be deemed usurious; and so also that in case of non-payment of instalments, premiums or interest by borrowing stockholders, for six months, payment of principal, premiums and interest, without deducting the premium paid, or interest thereon, may be enforced by proceeding on their securities according to law.

Section 37, Act of April 29, 1874, P. L. 96, Clause 1.

Section 3. The capital stock of any corporation created for such purposes, by virtue of this article shall at no time consist in the aggregate of more than one million dollars, to be divided into shares of such denomination, not exceeding five hundred dollars each, and in such numbers as the corporators may, in the application for their charter, specify: Provided, That the capital stock may be issued in series, but no such series shall at any issue exceed in the aggregate five hundred thousand dollars, the instalments on which stock are to be paid at such time and place as the by-laws shall appoint; no period-

ical payment of such instalments to be made exceeding two dollars on each share, and said stock may be paid off and retired as the by-laws shall direct; every share of stock shall be subject to a lien for the payment of unpaid instalments and other charges incurred thereon under the provisions of the charter and by-laws, and the by-laws may prescribe the form and manner of enforcing such lien. New shares of stock may be issued in lieu of the shares withdrawn or forfeited; the stock may be issued in one or in successive series, in such amount as the board of directors or the stockholders may determine; and any stockholder wishing to withdraw from the said corporation shall have power to do so, by giving thirty days notice of his or her intention to withdraw, when he or she shall be entitled to receive the amount paid in by him or her, less all fines and other charges; but after the expiration of one year from the issuing of the series, such stockholder shall be entitled, in addition thereto, to legal interest thereon: Provided, That at no time shall more than one-half of the funds in the treasury of the corporation be applicable to the demands of withdrawing stockholders, without the consent of the board of directors, and that no stockholder shall be entitled to withdraw, whose stock is held in pledge for security. Upon the death of a stockholder, his or her legal representatives shall be entitled to receive the full amount paid in by him or her, and legal interest thereon, first deducting all charges that may be due on the stock; no fines shall be charged to a deceased member's account, from and after his or her decease, unless the legal representatives of such decedent assume the future payments on the stock.

Clause 2, Section 37, Act of April 29, 1874, P. L. 73.

Section 4. Stockholders withdrawing voluntarily, shall receive such proportion of the profits of the association or such rate of interest as may be prescribed by the by-laws, any law or usage to the contrary notwithstanding; but payment of the value of stock, so withdrawn, shall only be due when the funds now by law applicable to the demand of withdrawing stockholders are sufficient to meet and liquidate the same, and then only in the order of the respective times of presentation of the notices of such withdrawals, which must have been presented in writing at a previous stated meeting, and have been then and there endorsed as to times of presentation by the officer designated by the by-laws of the association.

Section 2, Act of April 10, 1879, P. L. 16.

Section 5. The by-laws may provide for the involuntary withdrawal and cancellation at or before maturity of shares of stock not borrowed on: Provided, That such withdrawal and cancellation shall

be pro rata among the shares of the same series of stock: And provided further, That not less than legal interest shall be credited and allowed to each share so withdrawn and cancelled.

Section 3, Act of April 10, 1879, P. L. 16.

Section 6. The number, titles, functions and compensation of the officers of any such corporation, their terms of office the times of their elections, as well as the qualifications of electors, and the ratio and manner of voting, and the periodical meetings of the said corporation, shall be determined by the by-laws, when not provided by this article.

Clause 3, Section 37, Act April 29, 1874, P. L. 73.

From and after the passage of this article, the same individual shall not be, at the same time, the holder of more than one of the following offices: namely, president, vice-president, secretary, treasurer, or solicitor of any building and loan association, incorporated under the laws of this Commonwealth.

Section 1, Act of April 29, 1909, P. L. 289.

Any and every building and loan association, incorporated under the laws of this Commonwealth, which has more than one of said offices held or filled, at the same time, by the same individual, shall be liable to a fine in the sum of five hundred dollars, to be collected by lawful process instituted by the Attorney General of this Commonwealth, on information furnished by the Commissioner of Banking, to be paid to the Treasurer of the Commonwealth, for the use of the Commonwealth.

Section 2, Act of April 29, 1909, P. L. 289.

Section 7. The said officers shall hold stated meetings, at which the money in the treasury, if over the amount fixed by charter as the full value of a share, shall be offered for loan, in open meeting, and the stockholder who shall bid the highest premium for the preference or priority of loan, shall be entitled to receive a loan of not more than the amount fixed by charter as the full value of a share, for each share of stock held by such stockholder: Provided, That a stockholder may borrow such fractional part of the amount fixed by charter as the full value of a share as the by-laws may provide; good and ample security, as prescribed by the by-laws of the corporation, shall be given by the borrower, to secure the repayment of the loan. In case the borrower shall neglect to offer security, or shall offer security that is not approved by the board of directors, by such time as the by-laws may prescribe, he or she shall be charged with legal interest, together with any expenses incurred, and the loss in premium, if any,

on a resale, and the money may be resold at the next stated meeting; in case of non-payment of instalments for interest by borrowing stockholders, for the space of six months, payment of principal and interest, without deducting the premium paid or interest thereon, may be enforced, by proceeding on their securities according to law.

Clause 4, Section 37, Act April 29, 1874, P. L. 73.

Section 8. A borrower may repay a loan at any time, and in case of the repayment thereof before the maturity of the shares pledged for said loan, there shall be refunded to such borrower (if the premiums, bonus or interest shall have been deducted in advance) such proportions of the premiums, bonus or advance interest bid as the by-laws may determine: Provided, That in no case shall the association retain more than one-hundredth of said premiums or bonus for each calendar month that has expired since the date of the meeting upon which the loan was made. or if interest in advance, it shall retain only the interest due on the loan up to the time of settlement: And further provided, That such borrower shall receive the withdrawing value of the shares pledged for said loan, and the shares shall revert back to the association.

Section 4, Act April 10, 1879, P. L. 16.

Section 9. No premiums, fines or interest on such premiums, that may accrue to the said corporation, according to the provisions of this act, shall be deemed usurious; and the same may be collected as debts of like amount are now by law collected in this Commonwealth.

Clause 6, Section 37, Act April 29, 1874, P. L. 73.

Fines or penalties for the non-payment of instalments of dues, interest and bonus or premium, shall not exceed two per centum per month on all arrearages.

Section 6, Act of April 10, 1879, P. L. 16.

Section 10. No corporation or association created under this act shall cease or expire, from neglect on the part of the corporators to elect officers at the time mentioned in their charter or by-laws; and all officers elected by such corporation shall hold their offices until their successors are duly elected.

Clause 7, Section 37, Act April 29, 1874, P. L. 73.

Section 11. Any loan or building association incorporated by or under this act, is hereby authorized and empowered to purchase at any sheriff's or other judicial sale, or at any other sale, public or private, any real estate upon which such association may have or hold

any mortgage, judgment, lien or other incumbrance, or ground rent, or in which said association may have an interest, and the real estate so purchased, or any other that such association may hold or be entitled to at the passage of this act, to sell, convey, lease or mortgage, at pleasure, to any person or persons whatsoever, and all sales of real estate heretofore made by such associations to any person or persons not members of the association so selling, are hereby confirmed and made valid.

Clause 8, Section 37, Act April 29, 1874, P. L. 73.

Section 12. All such corporations shall have full power to purchase lands and to sell and convey the same, or any part thereof, to their stockholders or others in fee simple, with or without the reservation of ground rents, but the quantity of land purchased by any one of said associations hereafter incorporated, shall not, in the whole, exceed fifty acres; and in all cases the lands shall be disposed of within ten years from the date of the incorporation of such associations respectively.

Clause 9, Section 37, Act April 29, 1874, P. L. 73.

Section 13. All land and building associations are hereby authorized to make sale of, and assign or extinguish, to any person or persons, the ground rents created as aforesaid.

Clause 10, Section 37, Act April 29, 1874, P. L. 73.

Section 14. All deeds of conveyance of lands within this Commonwealth made by any savings fund, building or loan association after the term for which it was incorporated shall have expired, shall be as good and effectual, and have the same force and effect for passing title to the lands so conveyed as though executed during the period of its chartered existence.

Section 1, Act of April 17, 1876, P. L. 41.

Section 15. All deeds of conveyance of lands, situate within this Commonwealth, heretofore made by any building and loan association after the term for which it was incorporated shall have expired shall be as good and effectual, and have the same force and effect for passing title to the lands so conveyed, as though executed during the period of its chartered existence.

Act of June 6, 1913, P. L. 459.

Section 16. It shall be lawful for any mutual savings fund or building and loan association now incorporated or hereafter to be incorporated, to receive bids of premium, or bonus, for the preference or priority of loan, in writing, whether from members, or from per-

sons who are not members, but intend to become such if loans are obtained by them, or to receive such bids from others duly authorized, in writing, by members or by persons intending to become such, so to bid: Provided, That such bids shall be received only in open meetings, as bids are now required by law to be received. And the directors of such associations may establish rules and regulations, not inconsistent herewith, for the receiving of such bids and the allotment of loans to the persons making or authorizing such bids; and all such bids heretofore accepted by any such association, and loans made thereon, are hereby confirmed and made valid; and no premium or bonus heretofore collected, or which may be hereafter payable on such loans, shall be deemed usurious by reason of the fact that any such bid was made or authorized in writing.

Act of June 4, 1901, P. L. 403.

Section 17. It shall be lawful for any mutual savings fund, or building and loan association now incorporated or hereafter to be incorporated, in addition to dues and interest, to charge and receive the premium or bonus bid by a stockholder for preference or priority of right to a loan in periodical instalments; and such premium or bonus so paid in instalments shall not be deemed usurious, but shall be taken to be a payment as it falls due, in contradistinction to a premium charged and paid in advance; and in so far as said premium or bonus so charged and paid, in addition to dues and interest, shall be in excess of two dollars for each periodical payment, the same shall be lawful, any law, usage or custom to the contrary notwithstanding. It shall also be lawful for any mutual savings fund or building and loan association to charge and deduct interest in advance, in lieu of premiums for preference or priority of right to a loan; Provided, That the certificate of incorporation of each association hereafter to be incorporated, and the certificate to be provided in section twenty of this article for those heretofore incorporated, shall set forth whether the premium or bonus paid for the prior right to a loan shall be deducted therefrom in advance or paid in periodical instalments, or whether interest in advance shall be deducted from the loan in lieu of premium or bonus.

Section 1, Act of April 10, 1879, P. L. 16.

Section 18. In case of non-payment of instalments of stock, premiums, dues or interest, by borrowing stockholders, for the space of six months, payment of the same, together with the full principal of the loan, may be enforced by proceeding on their securities according to law; and the moneys so recovered shall be paid into the treasury of the association for such uses (loans or otherwise) as may be deemed proper by the association; and if the said moneys so recov-

ered, together with the withdrawal value of the shares of such defaulting borrower shall exceed the amount it would have required according to section eight of this article, to have voluntarily repaid the loan, together with all the expenses incurred by the association, such excess shall be repaid to such defaulting borrower.

Section 5, Act of April 10, 1879, P. L. 16.

Section 19. It shall be lawful for any married woman of full age to hold stock in any of said saving funds, building or loan associations; and as such stockholder, she shall have all the rights and privileges of other members, including the right to borrow money from said associations and bid premiums therefor, and shall also have the right and power to secure such loan by transferring her said stock or other securities to said association, from which the same was borrowed, or by executing bond and mortgage upon her separate real estate to secure said loan: Provided, however, That the husband of such married woman join in the execution of such bond and mortgage; and such married woman shall also have the right to sell, assign and transfer her said stock or withdraw the same, without joining the husband in such transfer or withdrawal; and it shall be lawful for any such savings fund, building or loan association to collect such loan made to such married woman, including the dues, interest, premium and fines, as loans made by such associations to other members are now by law collected, and such stock or interest in such stock, shall not be liable for the debts of any husband of such married woman.

Section 7, Act of April 10, 1879, P. L. 16.

Section 20. Mutual savings fund, or building and loan associations, heretofore incorporated under the provisions of any law, shall be entitled to all the privileges, immunities, franchises and powers conferred by this article, upon filing with the Secretary of the Commonwealth a certificate of their acceptance of the same in writing, under the duly authenticated seal of said association, which certificate shall also prescribe their mode or plan of charging premiums, bonus or advance interest, as set forth in the seventeenth section of this chapter; and upon such acceptance and approval thereof by the Governor, he shall issue letters patent to said corporation reciting the same.

Section 9, Act of April 10, 1879, P. L. 16.

Section 21. In addition to the corporate powers conferred on building and loan associations by the thirty-seventh section of the General Corporation Act of one thousand eight hundred and seventy-four, they shall have the right, when a series of stock has matured, or

when applications for loans by the stockholders thereof shall exceed the accumulations in the treasury, to make temporary loans of such sum or sums of money to meet such demands, not exceeding in the aggregate of such loan at any one time twenty-five per centum of the withdrawal value of the stock issued by said association at a rate of interest less than six per centum, and secure the payment of the same by interest-bearing order, note or bond as collateral; said loans to be repaid out of the accumulations in the treasury, as soon as sufficient is paid in and there is no demand therefor by borrowing stockholders.

Act of June 25, 1895, P. L. 303, amending Section 1, Act of June 2, 1891, P. L. 174.

Section 22. Should any of the associations now or hereafter incorporated deem it necessary or expedient to purchase adjoining lands, for the purpose of squaring their grounds in conformity with the streets running through or touching their lands, they are hereby fully authorized to make such purchases, and are invested with all the powers as regards the sale and conveyance in fee simple of the same given by this act, over the grounds squared by such purchases.

Section 3, Act of March 7, 1853, P. L. 155.

Section 23. It shall be lawful for any mutual savings fund or building and loan association, now incorporated or hereafter to be incorporated:

(a) To set aside from the net profits a sum, not to exceed five per centum thereof each year, as a reserve fund for the payment of contingent losses, until the total amount of such fund so set aside shall equal five per centum of the assets of such association: Provided, That no association shall reduce the dividend or interest payable on voluntary withdrawal, as fixed by the board of directors or its by-laws for that purpose, and all such funds heretofore accumulated by any such association from its profits, not in excess of five per centum of the assets, are hereby confirmed and made valid: Provided, however, That if at any time the assets of the association shall become reduced in amount, and the contingent fund should thereby exceed five per centum of the remaining assets of the association, then, at the next dividend period, the amount in excess of five per centum in said contingent fund shall be transferred to the general profit account of such association.

(b) To permit members, when loans are granted, to secure the repayment thereof, is so desired, by giving to the association a straight bond and mortgage on real estate, for a fixed period, for an amount not to exceed one-half of the loan, and upon such other terms and conditions as may be agreed upon; and for the remainder of the loan,

which shall be on shares of the association and installment bond and mortgage on real estate, in form as now provided by law: Provided, That it shall not be lawful to collect premiums or fines on such straight bond and mortgage.

(c) To provide in its by-laws that the loans shall be made first to the members of the association, or to persons intending to become members if the loan be secured, who shall bid the highest premiums for the preference or priority in procuring loans; and it shall be competent and lawful for the borrower from such association to agree, in writing, upon a given rate of premiums, not to exceed two per centum per annum upon the amount of the loan, in addition to the interest to be paid upon such loan, without bidding for preference or priority. And no premium contracted for under this section, with or without bidding, shall be deemed usurious although in excess of the legal rate of interest.

Sec. 1, Act of May 24, 1913, P. L. 205.

Section 24. When there are moneys remaining in the treasury of any mutual savings fund or building and loan association, unapplied for by any of its stockholders, and not required to pay withdrawals and matured stock and borrowed money, if any, it shall be lawful for the board of directors to make temporary loan of such moneys to other mutual savings fund or building and loan associations, on interest bearing order, note or bond: Provided, That such order, note or bond shall not bear a higher rate of interest than the lawful rate: Provided further, That the board of directors of any mutual savings fund or building and loan association shall not loan to any other one mutual saving fund or building and loan association more than ten per centum of its assets, and not more than twenty-five per centum of its assets in the aggregate may be so loaned.

Sec. 2, Act of May 14, 1913, P. L. 205.

Section 25. No mutual savings fund, building, building and loan, or co-operative loan association or corporation, or other association, company or corporation, by whatsoever name it may be called, claiming to have the right under its charter to take premiums for the preference or priority of loans, incorporated under the laws of any other State or foreign government, shall do any business within this Commonwealth without having fully complied with the requirements of the following provisions of this article, and without first having received a certificate from the Commissioner of Banking, certifying that it has fully complied therewith, and authorizing it to do business in this Commonwealth; and no person shall act as agent, solicitor or local treasurer of any such association, company or corporation,

within this Commonwealth, in any manner whatsoever relating to the sale of stock of such association, company or corporation, soliciting subscriptions or receiving payments therefor, soliciting applications for loans or receiving payments on account of dues, fines or premiums upon stock or loans, or in any manner relating to the business usually transacted by such association, company or corporation, until such association, company or corporation shall have received such aforesaid certificate from the Commissioner of Banking, and until such agent, solicitor or local treasurer shall himself have received a certificate from said Commissioner, authorizing him to act on behalf of such association, company or corporation: Provided, That any such association, company, or corporation doing business within this Commonwealth prior to the first day of September, one thousand nine hundred and one, and having prior to said date stock and loans, or either thereof, outstanding in this Commonwealth, may continue, either directly or through its agents, to collect instalments, interest, dues and premiums thereon; but the issuing of any new stock, soliciting subscriptions therefor, placing new loans, or soliciting applications therefor, or receiving payments on account of instalments, dues, fines, interest or premiums upon such new stock or loans, or transacting any other business within this Commonwealth other than such as relates to stock issued or loans made prior to said date, shall be deemed a violation of this section.

Section 1, Act May 11, 1901, P. L. 153.

Section 26. No association, company or corporation described in the preceding section shall be authorized by the Commissioner of Banking to do business within this Commonwealth until it shall satisfactorily appear to said Commissioner, that such association, company or corporation is solvent, and has deposited with some trust company of this Commonwealth, to be approved by said Commissioner, the sum of at least one hundred thousand dollars in bonds of the United States, of the State of Pennsylvania, or of cities, counties, boroughs or school districts of this Commonwealth, as security for the creditors and shareholders thereof residing in this Commonwealth. None of the securities so deposited shall be withdrawn by any such association, company or corporation without the permission of said Commissioner, in writing and under the seal of his office, and no such withdrawal shall be permitted which will reduce the amount so deposited to less than the sum of one hundred thousand dollars. Exchanges of such bonds may be made, from time to time, with the approval of the Commissioner of Banking; and if any of said bonds are called in for payment, the proceeds thereof shall remain in the hands of the depositary until other bonds of the classes above mentioned shall be substituted, in like amount, for the bonds so paid, whereupon

such depositary shall, with the permission in writing of the said Commissioner, pay over such proceeds to the association, company or corporation depositing said bonds.

Section 2, Act May 11, 1901, P. L. 153.

Section 27. When any such association, company, or corporation shall desire to discontinue its business within this Commonwealth, it may apply to the court of Common Pleas of Dauphin county, by petition, setting forth its resources and liabilities within and without this Commonwealth, and particularly its liabilities to creditors and shareholders within this Commonwealth; and thereupon, after due hearing, of which hearing the Commissioner of Banking shall have such notice as the said court may determine, the said court may make such order as will permit the withdrawal of said bonds or a part thereof, and will at the same time fully protect the rights of all creditors and shareholders of such association, company or corporation residing in this Commonwealth.

Section 2, Act May 11, 1901, P. L. 153.

Section 28. Trust companies, acting as depositories under section twenty-seven of this article, shall pay over the income of the bonds deposited with them, as aforesaid, to the association, company or corporation depositing them, and shall make report in writing, signed and sworn to by the president or treasurer thereof, to the Commissioner of Banking, semi-annually, on the first day of January and first day of July in each year, setting forth the amounts and kinds of bonds deposited with them, as aforesaid, and by what association, company or corporation the same have been deposited; and for failure to make such report within thirty days after the time fixed, as aforesaid for making such reports, such trust company shall be liable to a penalty of fifty dollars, to be recovered in the name of the Commonwealth as other penalties are by law recoverable, and the amount so recovered shall be paid into the State treasury. The trust company selected by any such association, company or corporation as its depository of bonds, under this section, may be changed from time to time by such association, company or corporation, with the approval in writing of the Commissioner of Banking.

Section 2, Act May 11, 1901, P. L. 153.

Section 29. Any association, company or corporation described in the twenty-fifth section of this article, desiring a certificate authorizing it to do business within this Commonwealth, shall present to the Commissioner of Banking its application, under its seal, therefor, accompanied by a statement, subscribed and sworn or af-

firmed to by its president or other principal officer and its treasurer, setting forth, in such form and in such detail as the said Commissioner may prescribe, its resources and liabilities; and said Commissioner may, before issuing such certificate, require such further information under oath or affirmation, as he may deem necessary for the purpose of fully ascertaining the solvency of such association, company or corporation; and such application shall be further accompanied by a fee of one hundred dollars, which fee said Commissioner shall, immediately upon the issuing of such certificate, pay into the State treasury.

Section 3, Act May 11, 1901, P. L. 153.

Section 30. No such association, company or corporation shall receive such certificate, authorizing it to do business within this Commonwealth, or do business therein, until it has filed with said Commissioner a written stipulation under its seal, agreeing that any legal process affecting such association, company or corporation served on the Commissioner of Banking, or a person designated by him, or an agent designated in said stipulation to receive service of process for said association, company or corporation, shall have the same effect as if actually served on such association, company or corporation within this State. If such association, company or corporation should cease to maintain such agent in this State, so designated, such process may thereafter be served on the Commissioner of Banking or on the person designated by him; but so long as any liability of such stipulating association, company or corporation to any resident of this State continues, such stipulation shall not be revoked or modified, except that a new one may be substituted, for the purpose of designating a different person to receive such service of process; and the term "process," as used herein, shall include all process whatever, whether mesne or final, and all rules, notices, order or decrees in any judicial proceeding whatsoever, within this Commonwealth. And any such process may be served in any county of this Commonwealth in which the president or other principal officer, secretary, treasurer or general manager, of such association, company or corporation, or the Commissioner of Banking, the person designated by said Commissioner, or the agent designated in said stipulation to receive service of process for such association, company or corporation, resides or may be found; and for the purpose of effecting such service, the sheriff, constable or other officer to whom such process is directed, may deputize the sheriff, constable, or other officer, in the county in which such president or other principal officer, secretary, treasurer or general manager, the person designated by the Commissioner of Banking, or the agent designated in said stipulation, resides or may be found, or of the county in which the

office of the Commissioner of Banking is located, to serve the same; and the fees of the officer serving such process shall be the same as are allowed by law for the service of similar process in other cases, together with mileage allowed by law in such cases, the distance to be computed from the residence of the officer serving or executing such process, and no further.

Section 3, Act May 11, 1901, P. L. 153.

Section 31. Any association, company or corporation, described in section twenty-five of this article and authorized to do business within this Commonwealth may, from time to time, designate to the commissioner of banking, in writing and under its seal, any agents, solicitors or local treasurers whom it desires to have authorized to do business for it within this Commonwealth; and thereupon the said commissioner shall issue a certificate to each of said agents, solicitors or local treasurers, authorizing him to act on behalf of such association, company or corporation. A fee of one dollar shall be paid to the commissioner of banking for every such certificate. Each certificate issued under this section shall expire at the end of one year from its date, and may, upon the payment of a like fee, be renewed from year to year until said commissioner has been notified that the authority of such agent, solicitor or local treasurer has been revoked by the association, company or corporation appointing him. All fees collected by the commissioner of banking under this section shall be paid by him into the State treasury.

Section 4, Act of May 11, 1901, P. L. 153.

Section 32. Every association, company or corporation described in section twenty-five of this article and authorized to do business within this Commonwealth shall, annually upon the first Monday of May, pay into the State treasury a license fee of one hundred dollars; and in case of neglect or refusal by any such association, company or corporation to pay the same, as aforesaid, into the State treasury, at the time aforesaid, the auditor general shall settle an account against such association, company or corporation for the amount due and payable by it as aforesaid, and shall proceed to collect the same, in the same manner and under the same penalties as are provided for the collection of taxes and penalties under existing laws.

Section 5, Act of May 11, 1901, P. L. 153.

Section 33. Any association, company or corporation described in section twenty-five of this article, doing business within this Commonwealth without having first received from the Commissioner of Banking a certificate authorizing it so to do, or, having received such certificate, doing business within this Commonwealth, after five days

from the date of mailing a notice of the revocation of such certificate by the Commissioner of Banking to the principal office of such association, company or corporation shall be subject to a penalty of five hundred dollars for each month or fraction thereof during which such illegal business is transacted, to be recovered, in the name of the Commonwealth, either by an action of assumpsit or by foreign attachment, and shall be prohibited from doing business within this Commonwealth until such penalty is fully paid. Any person violating the provisions of the twenty-fifth section of this article, or any person acting as agent, solicitor or local treasurer of any such association, company or corporation after its certificate authorizing it to do business within this Commonwealth has been revoked, and knowing that the same has been revoked, shall be guilty of a misdemeanor; and upon conviction thereof shall be sentenced to pay a fine of not less than fifty dollars nor more than five hundred dollars, and upon conviction of a second offense shall be sentenced to pay a like fine and undergo an imprisonment not exceeding one year, or either, in the discretion of the court.

Section 7, Act May 11, 1901, P. L. 153.

Section 34. Whenever it shall appear to the Commissioner of Banking that any association, company or corporation, described in the twenty-fifth section of this article, and authorized to do business within this Commonwealth, is insolvent or is conducting its business fraudulently, or is in any manner doing business contrary to the laws of this Commonwealth governing domestic building and loan associations, it shall be the duty of said commissioner to communicate the facts to the Attorney General, whose duty it shall then be to apply to the court of common pleas of the county of Dauphin, or in vacation to any of the judges thereof, for an order requiring said association, company or corporation to show cause why its certificate, authorizing it to do business within this Commonwealth, should not be revoked. Upon the return of said order, the said court shall hear the allegations and proofs of the respective parties, and if it shall thereupon appear that said association, company or corporation is insolvent or is conducting its business fraudulently, the said court shall make an order revoking such certificate; but if it shall appear that such association, company or corporation is doing business contrary to law, but without any fraudulent intent, the said court may either revoke such certificate or make such other order as to it may seem meet and proper. Immediately upon the granting by said court of any order revoking the certificate authorizing any such association, company or corporation to do business within this Commonwealth, it shall be the duty of the Commissioner of Banking to revoke all certificates granted to agents, solici-

tors or local treasurers of such association, company or corporation, and to notify, in writing, such agents, solicitors and local treasurers of such revocation.

Section 6, Act of May 11, 1901, P. L. 153.

(COMP.)

CHAPTER XI.

ARTICLE I.

CO-OPERATIVE ASSOCIATIONS.

Section 1. Co-operative associations, productive and distributive, may be incorporated under this article, upon compliance with its requirements, by any five or more farmers, mechanics, laborers, or other persons, who shall have associated themselves together by written articles of association, such as are hereinafter described, for the purpose of carrying on any agricultural, horticultural, mining, quarrying, building, mechanical, manufacturing or commercial, or for the purpose of manufacturing, cultivating, raising, trading or dealing in all kinds of goods, wares, merchandise, chattels, grain, vegetables, roots, fruits and other produce, or animals for sale, food or other purposes, or for the purpose of buying, selling, holding, leasing or improving lands, tenements or buildings; and that such persons, so associating, may adopt any corporate name, indicating their co-operative character and which has not been previously adopted by any other corporation, formed under this act: Provided, That the two last words of such name shall be "co-operative association," and that it shall not be lawful to use in such name, either the words "society" or "company," and that any violation of this proviso by any corporation, formed under this article, shall render each member thereof personally liable for all its debts.

Section 1, Act June 7, 1887, P. L. 365.

Section 2. Before any association formed under this article shall commence its business, its articles of association shall be filed and recorded in the office of the Secretary of State of this State, and

two copies of said articles shall be made, which the said Secretary of State shall certify by his official signature and the seal of this State as being correct copies of said article so filed and recorded, one of said certified copies shall be filed and recorded in the office of the recorder of deeds of the county in which the principal office of the association shall be located, and the said recorder of deeds shall certify by his official signature and the seal of his office that the said certified copy of said articles has been filed and recorded in his office, and the other certified copy of said articles shall be held by the association named therein; and the said articles or copies thereof duly certified by either of the aforesaid officers may be used as evidence in all courts and places of the incorporation of, as well as for or against such association; and the said Secretary of State and the said recorder of deeds shall each be paid for said filing, recording and certifying, at the rate of ten cents for each one hundred words contained in said articles; and after such articles of association shall have been made, filed and recorded, as herein required, the persons signing the same, and such other persons, partnership or corporations, who shall, from time to time, own and possess any share or shares in the stock capital of such association, and their several successors and assigns, shall be deemed and taken to be a body corporate and politic, by the name and for the purposes mentioned in such articles of association.

Section 2, Act June 7, 1887, P. L. 365.

Section 3. The articles of association shall be signed by the persons originally associating themselves together, and shall be acknowledged by at least five of them, before a notary public, and shall state distinctly:

First. The name by which such association shall be known.

Second. The place in this State where its principal office is to be located.

Third. The purpose or object for which it is formed.

Fourth. Whether its stock capital is fixed, and if so, what amount, or whether such capital is to be of an amount varying, from time to time, as the business may require.

Fifth. The amount of each share of permanent stock and ordinary stock of such capital, and how such shares may be paid for.

Sixth. The amount of capital that will be actually paid in before commencing business.

Seventh. The terms on which persons may become members.

Eighth. On what days in January, April, July and October regular or quarterly meetings of the members are to be held.

Ninth. Such other matters, not repugnant to this act, as may be deemed proper and necessary.

Tenth. The term of its existence, not to exceed thirty years, and
Eleventh. The names of the first associates, their respective residences and the number and class of shares held by each of them.

Section 3, Act June 7, 1887, P. L. 365.

Section 4. The stock capital of any such association shall consist of the amounts standing to the credit of members on account of the shares allotted to them, certificates for which shall be issued, from time to time, as such shares may have become fully paid up; and there may be two classes of shares, one of which classes shall be styled and known as "permanent stock," which shall not be withdrawable but may be transferred subject to the by-laws of such association, and each member thereof shall take and hold at least one share of said permanent stock; and the other class of shares may be styled and known as "ordinary stock," which may be repaid, transferred or withdrawn, in accordance with the by-laws of such association; and the shares of either class may be of amounts not less than five nor more than twenty-five dollars each, and may be paid for in one sum, or by periodical installments or by occasional subscriptions, or by the interest thereon, or by profit dividends.

Section 4, Act June 7, 1887, P. L. 365.

Section 5. It shall be the duty of any such association to exhibit in some conspicuous place in its principal office, not later than three o'clock, post meridian, on the first business day of every month, and to continue the same in such place until the next exhibit shall be thus made, a statement showing correctly and distinctly the amount of such invested stock capital, and what proportion such stock capital bears to such loans or deposits, such statement to be made up to the close of the next preceding month, and to be signed by the president and treasurer, or by any two of the directors, and to be attested by the secretary and auditors of such association, and if any of such officers as aforesaid, shall wilfully make or knowingly consent to any false statement in such exhibit, he shall, by so doing, be deemed to have committed a misdemeanor, and shall, upon conviction thereof, be punished as provided in section thirteen of this act: Provided, Any member or other person having an interest in the funds of such association, or any person legally authorized to assess property for taxes, may inspect its books and accounts during the official business hours, but no such member, person or assessor, unless he be an officer of such association, or be specially authorized by a resolution thereof, shall have the right to inspect the share or other account of any other member or person, without his written consent.

Section 5, Act June 7, 1887, P. L. 365.

Section 6. The amount of stock capital of such association to be taken, held or claimed at any one time by any person or persons, jointly or by partnerships, or by corporations, shall not exceed one thousand dollars, except consent therefor be voted by the members, at any regular quarterly meeting thereof, nor shall any member upon any subject at any meeting, be entitled to more than one vote, which shall be given in person and not by proxy, and any stock capital held by persons jointly or by partnerships, or by corporations, shall be voted upon as if held by one person only, respectively, and subject to the by-laws of such association.

Section 6, Act June 7, 1887, P. L. 365.

Section 7. It shall be lawful if the by-laws so provide, for any minor to take and hold shares in or to make loans or deposits of money to or with any such association, and for such association to pay to any minor any moneys that may be due to him in respect of any such shares, loans or deposits standing in his name, and his receipt therefor shall be in all respects valid in law, but such minor shall not be eligible to hold any office in such association, though he may, subject to its by-laws, vote at any meeting of its members.

Section 7, Act June 7, 1887, P. L. 365.

Section 8. Any such association may buy from, sell to and trade or deal with any of its members, or other persons, partnerships or corporations, but all transactions shall be for cash, and no credit shall either be given or taken, except that said association may contract for and pay the wages and salaries of its employes once in each week in cash, and except that such association may sell real estate, improved or otherwise, on such terms that at least one-fourth of the agreed price shall be paid in cash, at the time of sale, and that not more than three-fourths of the agreed price, together with interest on the amount of principal, interest and charges owing, from time to time, at a rate not exceeding six per centum per annum, may be secured by bond and mortgage, or by promissory notes and mortgages, and be made payable by fixed and equal periodical installments: Provided however, That such association may take or grant leases of real estate for such terms as may be agreed upon, but no such lease for any time exceeding one year, or creating a credit or liability for any sum exceeding three hundred dollars, shall be lawful or valid until the same shall be approved by a vote of the members at any regular quarterly meeting thereof: And provided further, That any credit given to any such association in violation of the provisions of this act shall cause a forfeiture of any

credit thus illegally given, and that a notice to such effect shall be published, by such association, on its letter and bill heads, advertisements and other publications.

Section 8, Act June 7, 1887, P. L. 365.

Section 9. The members shall be severally and jointly liable for all debts for labor or other services of any kind performed for such association, and for any other debts lawfully incurred under the provisions of this article, each of the members shall be liable to the amount of his unpaid stock capital and no more, but no suit shall be brought or any execution issued against any member individually until a judgment be first obtained for such labor, services or any other lawful debts against such association and execution be returned unsatisfied in whole or in part; and in case any member shall be compelled to pay any such judgment, or any part thereof beyond his pro rata liability therefor, he shall have the right to call upon the members to pay their pro rata share of the same, and up to their pro rata liability therefor, and may sue them jointly or severally, or any number of them, and recover in such action the ratable amount due from the member or members so sued: And it is hereby provided, That stock capital to the extent of twenty-five dollars belonging to any member in such association, who is a householder and has a family, shall not be subject to attachment or execution, or liable in garnishment for his individual debts.

Section 9, Act June 7, 1887, P. L. 365.

Section 10. Any such association may carry on its business, or any part thereof, at any one or more places within this State; and may take, hold, lease and convey such personal and mixed estate as may be necessary for the purposes of its organization; and may sue and be sued in its corporate name, and may submit any matter in dispute to arbitration; and shall have a common seal, which shall not be altered or imitated, and shall bear the corporate name of, together with such device or motto as may be adopted by such association, and such seal shall be impressed upon the articles of association; and any such association may, for all and every and any of the purposes of its organization, and for every and any other purpose incidental thereto, or in this act mentioned or referred to, lay out and use its capital or other moneys and property for the time being, or any part thereof, with power to do, authorize and exercise all acts and powers whatsoever in the opinion of the directors of such association, requisite or expedient to be done or exercised in relation thereto.

Section 10, Act June 7, 1887, P. L. 365.

Section 11. Any such association may, by a majority vote of its members at any meeting specially convened therefor, authorize the directors thereof, to invest, in the name of such association, such an amount of its stock capital or reserve fund, and on such terms as such meetings shall determine, in the stock capital in any other duly incorporated co-operative associations in this State, or in any other State or country, and any such association may by a like vote permit an investment in its stock capital by any other co-operative association duly incorporated in this State, or in any other state or country: Provided, That the original laws of such associations permit or authorize such investments.

Section 11, Act June 7, 1887, P. L. 365.

Section 12. The first meeting of any such association may be called by a notice signed by any two of the associates, who signed its articles of association, setting forth the time, place and objects of such meeting; such notice to be mailed to the address of each associate at least four clear days prior to such meeting, and a majority of such associates at such meeting shall be competent to make all such by-laws as they may deem necessary for the proper management of the business, property and affairs of such association, so that such by-laws are not repugnant to or inconsistent with the provisions of this article, or of any law of this State and of the United States, to elect the first president and secretary, both of whom shall be directors ex-officio, treasurer and either six, eight or ten directors and two auditors, all of whom shall be members of such association, and hold their offices until their successors shall have been elected in accordance with section fifteen of this act, and to transact any other business necessary for the organization of such association and appropriate to such meeting; and the secretary of such meeting shall make full and correct minutes of its proceedings upon the books of such association and the same, being signed by its chairman, shall be deemed and taken to be prima facie evidence of the action of such meeting.

Section 12, Act June 7, 1887, P. L. 365.

Section 13. Every such association shall hold regular quarterly meetings of its members in the months of January, April, July and October, at such place as the directors shall determine and publish, for the purpose of considering and determining upon any matter, not requiring special notice, relating to the business of such association, and at each quarterly meeting the directors shall present a full and complete report, signed by the president, of such association's transactions during the last preceding quarter, accompanied by such information and suggestions with relation to the affairs of

such association and to the future management thereof as may be for the best interests of the association. And they shall also present, at each quarterly meeting, an account of all cash receipts and payments and of the losses and gains of such association for the last preceding quarter, and also a general statement or balance sheet of such association's funds and effects, liabilities and assets as at the close of the last business day of said quarter, and such account and general statement shall be signed by the president and treasurer, and be attested by the secretary and auditors of such association; and a copy of such report, account and general statement shall be kept posted up, for three months at least, in a conspicuous place in the principal office and other places of business of such association; and any director, president, treasurer, secretary, auditor, or other officer, who shall include or knowingly consent to any false statement in such report, account or general statement, or in any other statement required to be made by this act, or by any vote of the members at any meeting thereof, shall be deemed guilty of a misdemeanor, and upon conviction thereof, be punished by a fine of not more than one thousand dollars, or by imprisonment in the State prison for not more than one year, or by both such fine and imprisonment, in the discretion of the court.

* Section 13, Act June 7, 1887, P. L. 365.

Section 14. After the first election of the directors, officers and auditors, as provided in section twelve of this act, the president, secretary and treasurer and one-half of the directors and auditors shall be elected at the quarterly meeting in January and the other half of the directors and auditors shall be elected at the quarterly meeting in July, and shall hold the several offices for one year, or until their successors are elected, and the directors shall decide by lot or otherwise, as they may deem best, who shall constitute the first half of the directors and auditors to retire at the first election that may be made at a quarterly meeting as aforesaid. The by-laws of such association shall provide how nominations shall be made and votes be taken for president, secretary, treasurer, directors and auditors, and also their eligibility and qualifications for their several duties, responsibilities and remuneration, and for their removal from office for good and sufficient cause: Provided, That each of the official acts of the board of directors shall be by a majority vote of all the directors elect, and shall be recorded with the yeas and nays thereon, in the minute book of such association.

Section 14, Act June 7, 1887, P. L. 365.

Section 15. The profits shall be ascertained and declared on all business carried on in each department or branch, or by, or for, or

on account of any such association for each quarter year ending with the months of March, June, September and December, and the profits realized shall be applied, as follows:

First. In reduction of the value of the fixed stock and plant of such association at the annual rate of ten per centum, or more, on fixtures, machinery, tools, et cetera, and of two and one-half per centum, or more, on warehouses, stores or other buildings, as the directors shall determine and order.

Second. In the reduction of the preliminary expenses, if any, incurred in the formation of such association and remaining unwritten off in its books at such rate, being not less than five per centum per annum, as the directors shall determine and order.

Third. In the providing for or payment of interest at the annual rate of six per centum, on permanent stock and five per centum on ordinary stock and the reserve fund: Provided, however, That such interest shall be credited to each member, but shall not be paid until his stock is fully paid up.

Fourth. In forming, by applying such sum or percentage of the net and remaining profits after providing for the preceding charges as the directors shall determine and order, a reserve fund, to which also all fines and forfeitures shall be carried, applicable as follows: first, to the equalization of dividend; second, to meet any other contingency affecting the business of such association; and third, to any other purpose as may be voted by the members, on the recommendation of the directors.

Fifth. In forming and maintaining a propaganda and social fund, to which shall be credited such sum, being not less than two and one-half per centum of the net profits, as the directors shall determine and order.

Sixth. And the remainder of the net profits shall be divided as follows: On the wages and salaries of the employes the same rate, and on the purchase by non-members one-half of the rate that may be allotted on the purchases by members, such wages or salaries to be the amount earned, and such purchases to be the amount actually paid for in cash during the period to which such division relates: Provided, That no profit dividends shall be allowed on the purchases of such articles as the directors may have given previous notice of their intention to exclude from participation in profits: And provided further, That all such profit dividends shall be credited to such members, non-members, and employes, respectively, to accumulate and be applied in or toward the payment of shares of permanent stock or ordinary stock, as the directors may from time to time determine and order the issue of paid-up certificates therefor until the amount of stock capital held by such members individually

reaches the limit allowed by this act; after which the profit dividends may be paid to such members as shall be provided for in the by-laws of such association.

Section 15, Act June 7, 1887, P. L. 365.

Section 16. Every such association shall have a regular business office to which all communications and notices shall be addressed; and service of any legal process on any such association shall be made by leaving at such office a true copy of such process with any director, officer, clerk or agent of such association; and in case such office shall be kept closed against such service, then service of such process may be made on such association by giving a true copy thereof to any of its directors or officers if found in the county wherein such office is located; and if, on the return of such process, it appear that such office is kept closed or that such directors or officers could not be found within the said county, then such process may be served upon such association by serving a true copy thereof on any of its directors or officers wherever found in this State; and failing in that and on a return made to such effect, the court may order such publication, as it may deem requisite to be made in the premises, for at least one month in at least one newspaper published at or as near as may be to the place where the principal office of such association is located and proof of such publication shall be held to be due service on such association.

Section 16, Act June 7, 1887, P. L. 365.

Section 17. Every person appointed to any position in any association requiring the receipt, payment, management or use of money, belonging to such association, shall, before entering upon the discharge of his duties, become bound, with two or more good and sufficient sureties, in such sum and form as the directors shall require and approve; and the directors may also require from any other employes of such association, bonds, with good and sufficient sureties, for the faithful discharge of their duties.

Section 17, Act June 7, 1887, P. L. 365.

Section 18. Any such association may charge any of its members, employes or other persons doing business with it, by way of fine, for any breach or non-observance of its by-laws, or any of its business rules and regulations, such reasonable sum, not more than five dollars for each offense, as the directors may determine and order, and all such fines shall be due and payable forthwith, and if not paid, the same may be deducted from any moneys due, credited or accruing to the parties so offending.

Section 18, Act June 7, 1887, P. L. 365.

Section 19. If any director, officer, clerk, agent, or other person in the employment of any such association, shall embezzle or fraudulently dispose or convert to his own use, or shall take or secrete, with intent to embezzle and convert to his own use, any money or other property of such association, or of any of its dealers or customers, which shall have come into his possession, or shall be under his charge by virtue of such office or employment, or otherwise, he shall be deemed by so doing, to have committed the crime of embezzlement, and shall, upon conviction thereof, be punished as the law directs.

Section 19, Act June 7, 1887, P. L. 365.

Section 20. Any such association may alter or amend its articles of association and may alter or amend any by-law, or make any additional by-law, with the consent of a majority of its members present at a special meeting convened for such purpose, but the notice calling such meeting shall set forth clearly and fully the proposed alteration, amendment, recission or addition; and any alteration or amendment of the articles of association shall be filed, recorded and certified in the same manner as the original articles of association.

Section 20, Act June 7, 1887, P. L. 365.

Section 21. The articles of association and by-laws, and any amendments thereto or alteration therein, respectively, of any such association shall be recorded in a book to be kept for that purpose, and such book shall be open during business hours at the principal office of such association for the inspection of its members and other persons having an interest in its funds, and such articles of association, by-laws and amendments thereto and alterations therein, respectively, so recorded, shall be binding on such associations, its directors, officers, members and employes, and on all other persons having an interest in the funds of or dealing with such association, and all persons claiming on account of any or either of them, or under such articles of association, by-laws or amendments thereto or alterations therein, respectively, to the same extent as if each and every such person had subscribed his name and affixed his seal thereto, and there were in such articles of association, by-laws, and amendments thereto, or alterations therein, respectively, contained a covenant on the part of himself, his heirs, executors, administrators and assigns to conform to such articles of association, by-laws and amendments thereto or alterations therein, respectively, subject to the provisions of this act, all of whom shall be deemed and taken to have full notice thereof by such record as aforesaid, and the entry of such articles of association, by-laws, and amendments thereto, or

alterations therein, respectively, in the books of such association or a true copy of the same, examined with the original, and proved to be a true copy, shall be received as evidence in all courts and places.

Section 21, Act June 7, 1887, P. L. 365.

Section 22. Any co-operative association now in existence in this State, whether incorporated or unincorporated, shall be entitled to all the benefits of this article by complying with its provisions, and may, by a vote of the majority of the members of such co-operative association to be taken according to its existing articles of association or by-laws, determine to avail itself of the provisions of this article and to take and assume corporate name and powers thereunder, and may, by a like vote, transfer to such association, so formed under this article, all its property, real, personal and mixed, and thereupon such association, to which said property is so transferred, shall take the same in the same manner to the same extent and with the like effect as the same was previously owned and held by the association so transferring the same, and may, in its corporate name, sue for and collect all dues and demands, subscriptions and other benefits belonging to such original incorporated or unincorporated association: Provided however, That such association so taking such property as aforesaid shall take the same subject to all liens and trusts, both legal and equitable, to which the same was subject before such transfer and shall also be liable for all debts and obligations of such previous association and shall pay the same to the full extent of the value of such property at the time of so taking the same.

Section 22, Act June 7, 1887, P. L. 365.

Section 23. Any such association desiring for any reason to be dissolved prior to the expiration of the term of years specified in its articles of association may, by a resolution passed at a special meeting therefor, by a majority vote of all the members of such association, authorize its directors, or a special committee of members, to prepare or have prepared a full and true exhibit of the affairs, property and condition of such association including an itemized statement of all its assets and liabilities, and also to report whether in the opinion of such directors or committee, it would be best to continue or close up any or all of the business of such association, and, in the latter case, to recommend such methods and means as in their judgment would be best adapted for closing up such business; such exhibit, report and recommendation to be printed and a copy thereof to be mailed, postage prepared, to the last recorded address of every member of such association, together with a notice from the president of such directors or chairman of such a committee, as the case

may be, convening a special meeting of the members to be held at such time, being not less than ten nor more than fifteen days from the date of mailing such notice, as such directors or committee shall determine and order for the purpose of considering and acting on such exhibit, report and recommendation, as to such special meetings shall seem best: Provided, That all votes taken on such recommendation at such special meeting shall be by ballot and that it shall require three-fourths of all the ballots cast to carry any motion for the winding up and dissolution of such association: Provided also, That such president or chairman as aforesaid shall mail to every member of such association, along with the notice for the last mentioned special meeting, a printed form of ballot for the use of such members as may be unable to attend at such special meeting, on which shall be printed two questions as near as may be in the following words: Are you in favor of the winding up and dissolution of the association? Answer yes or now. Are you in favor of the plan as recommended for those purposes? Answer yes or no. And such answers shall be signed by the members so answering, and such ballots may be addressed and mailed, postage prepaid, or be personally delivered to such president or chairman as aforesaid at the principal office of such association; and all such ballots so received prior to or at the time appointed for such special meeting shall be opened and counted by the scrutineers or tellers appointed by such special meeting along with the ballots cast on the same or like questions by the members present at such special meeting: And provided further, That in the event of a resolution being passed, as aforesaid, by such special meeting for the winding up and dissolution of such association, a copy of such resolution, duly certified by the official signatures of the president and secretary and sealed with the common seal of such association, shall be given to, and shall contain full instructions and authority for the parties to be named therein to assume and discharge the duties entrusted to them by such resolution. And upon the completion of such duties by said parties, they shall make a certificate, signed and sworn to by them before a notary public, upon such certified copy of the aforesaid resolution, that they have truly and faithfully discharged all the duties entrusted to them thereby, and that they have realized all the assets and settled all the liabilities of such association in accordance with the instructions and authority given to them by such resolution; and such certificate and certified copy of such resolution shall be filed by such parties in the offices of the Secretary of State of this State and of the recorder of deeds of the county wherein the principal office of such association was located and such cer-

tificate and certified copy of resolutions shall be recorded by the said secretary and the recorder of deeds in like manner as the articles of association of such association were recorded.

Section 23, Act June 7, 1887, P. L. 365.

(COMP.)

CHAPTER XII.

ARTICLE I.

DRAINAGE AND MEADOW COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this article for erecting and maintaining walls or banks for the protection of low lying lands. Such companies may erect and maintain walls or banks of stone, earth or other materials for the protection of meadow or low lying lands, from the encroachments of water to any desired extent.

Any such corporation shall have the right to purchase, take, hold and enjoy real estate, in fee simple, on lease or upon ground rent, as well that already purchased or acquired as that hereafter purchased or acquired, to improve, lease, mortgage and sell the same in such parts and parcels, and on such terms as to time of payment as they may determine, and to convey the same to the purchaser, in fee simple or for any less estate, or upon ground rents and in like manner to mortgage, sell, convey, or extinguish any ground rent reserved out of any real estate so sold; and may maintain or erect and maintain walls or banks of stone, earth or other materials for the protection of meadow or low lying lands.

Sections 1 and 9 of Act of April 17, 1876, P. L. 30.

Section 2. Any swampy or wet lands, belonging to several owners disjunctly, may be drained at the common expense, under the following regulations.

Section 1, Act of April 5, 1870, P. L. 47.

Section 3. Upon the petition of a majority of said owners of such wet or swampy lands, forming a continuous swamp or marsh, the court of quarter sessions of the county, or if lying within two counties, the nearest court, shall appoint three disinterested persons, who shall be commissioners with power to view the wet lands described; and if in their judgment to drain them shall be practicable, they shall proceed to lay out a drain, measuring the length and ascertaining the depth, as near as may be with ordinary facilities; they shall also have power, and it shall be their duty, to make a survey of such swampy or wet land, to get its contents and quantity owned by each land holder, and make an estimate of the cost of constructing said drain.

Section 2, Act of April 5, 1870, P. L. 47.

Section 4. Said commissioners shall also estimate the damages sustained by any such land-holders, or any other person, by the construction of such drain; also the proportion of the cost of construction to be borne by each land-owner owning the land.

Section 3, Act of April 5, 1870, P. L. 47.

Section 5. In assessing the amount to be borne by each land-holder of the cost of opening such drain, the estimate shall be made with reference to, and based upon, both the amount of land made useless by such swamp and the benefits which will result from such improvement, and in no case to exceed the estimated benefits.

Section 4, Act of April 5, 1870, P. L. 47.

Section 6. If in the judgment of the commissioners the swamp is a public nuisance, then they shall have power to say what portion of the expense shall be borne by the township or townships in which said swamp lies.

Section 5, Act of April 5, 1870, P. L. 47.

Section 7. If any one of the parties shall feel aggrieved by the assessment and verdict of these commissioners, then upon his appeal and petition, the court shall appoint six disinterested commissioners to review the whole case and report, and their report, when approved by the court, shall be final.

Section 6, Act of April 5, 1870, P. L. 47.

Section 8. When their proceedings shall be gone through with, the owners of such swamp and the supervisors of the township or townships, as the case may be, shall constitute a corporation; and the time and place of its first meeting shall be fixed by the court, and a yearly meeting thereafter shall be held; and said corporation,

acting through a majority, shall have power to open and repair such drain at the common expense, in proportion to the assessment made by the commissioners.

Section 7, Act of April 5, 1870, P. L. 47.

Section 9. The court of quarter sessions before which proceedings shall be had, is hereby authorized and required, when the report of the commissioners is confirmed, to make the necessary charter, giving the owners of swamp lands, which by the aforesaid act are made a body corporate the necessary powers to carry out the intention of sections two to eight inclusive of this article, and also to give a name to said corporation and fix the time and place for its first meeting.

Section 1, Act of June 15, 1871, P. L. 388.

Section 10. The said corporation, when organized, shall have power to lay and collect assessments; which assessments shall be in the proportions indicated by the commissioners in their report; and said assessments or tax, until paid, shall be a lien upon or against the real estate and the personal property that may be upon the same, belonging to the real owner of said swamp or part of said swamp lands.

Section 2, Act of June 15, 1871, P. L. 388.

Section 11. When authorized by the corporation, it shall be the duty of the president, assisted by the secretary, to make an assessment in accordance with the meaning of said sections two to eight of this article, and a duplicate, with his warrant, to the treasurer of said corporation, shall be his authority to collect said assessment as county rates and levies are collected; and said corporation shall not have the power to assess or collect for any other purposes than that authorized by this act, and the act to which this is a supplement.

Section 3, Act of June 15, 1871, P. L. 388.

Section 12. Where the districts of two or more meadow companies are contiguous to each other, it shall be lawful for them to consolidate their franchises and corporate rights and to become one company, by an agreement duly executed and recorded in the office for recording of deeds in each county in which the districts of said meadow companies shall extend.

Section 1, Act May 15, 1893, P. L. 48.

Section 13. It shall also be lawful for the court of common pleas of any county in which the major part of the lands of any meadow company may lie, upon the application of the said company, to

decree the consolidation of said company with any other meadow company controlling contiguous territory, whenever in the opinion of said court such consolidation would enure to the public interest; and the said decree shall be recorded in the office for recording deeds in each county into which the districts of said meadow companies shall extend.

Section 2, Act May 15, 1893, P. L. 48.

Section 14. In case of consolidation of two or more meadow companies by agreement or by decree as aforesaid, the consolidated company shall be known by the name and be subject to all the provisions of the charter of that one of the original companies which controlled the larger territory prior to the consolidation.

Section 3, Act of May 15, 1893, P. L. 48.

Section 15. All corporations organized for the purpose of the erecting and maintaining of meadow banks, building sluices, and digging ditches, and generally for the protection of meadow lands from inundations, be and the same are hereby authorized and empowered, at any time after the passage of this act, to surrender the charter and franchises vested in such corporations. And immediately thereupon all of the duties heretofore performed by such companies shall devolve upon the respective cities or counties within which the lands lie which had been theretofore within the jurisdiction of such meadow companies.

Act of June 9, 1911, P. L. 834.

(COMP.)

CHAPTER XIII.

ARTICLE I.

ELECTRIC LIGHT, HEAT AND POWER COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this article for the supply of light, heat and power by means of electricity.

Section 1, Act of May 8, 1889, P. L. 136.

Section 2. Companies incorporated under the provisions of this article for the supply of light, heat and power, or any of them, to the public by electricity shall, from the date of the letters patent creating the same, have the powers and be governed, managed and controlled as follows:

Every such corporation shall have the authority to supply light, heat and power or any of them, by electricity, to the public in the borough, town, city or district where it may be located, and to such persons, partnerships and corporations, residing therein or adjacent thereto, as may desire the same, at such prices as may be agreed upon, and the power also, to make, erect and maintain the necessary buildings, machinery and apparatus for supplying such light, heat and power, or any of them, and to distribute the same, with the right to enter upon any public street, lane, alley or highway for such purpose, to alter, inspect and repair its system of distribution: Provided, That no company which may be incorporated under the provisions of this chapter, shall enter upon any street in any city or borough of this Commonwealth until after the consent to such entry, of the councils of the city or borough in which such street may be located, shall have been obtained.

Clause 1, Section 2, Act May 8, 1889, P. L. 136.

Section 3. Any associations of persons or corporations heretofore engaged in the business of supplying light, heat and power or any of them, by electricity, under color of a charter or letters patent of this Commonwealth, issued under the provisions of the corporation act of 1874, upon accepting the provisions of this chapter by writing under seal of the company, filed in the office of the Secretary of the Commonwealth, and filing therewith its letters patent or charter, which shall be a surrender and acceptance thereof, shall thereupon be a body corporate hereunder and be entitled to and possessed of all the privileges, immunities, franchises and powers conferred by this article upon corporations to be created under the same, and all the property, rights, easements and privileges belonging to said associations and corporations, theretofore acquired by gift, grant, conveyance, municipal ordinance or assignment, or otherwise, upon such acceptance as aforesaid, shall be and are hereby ratified, approved, confirmed and assured unto such acceptors and corporations, with like effect and to all intents and purposes, as if the same had been originally acquired by and under the authority of this chapter, and such company or corporation shall thereafter be governed by the provisions of this article. And the Governor shall forthwith issue to the said acceptors letters patent under this act, under the same name as the company bore which surrendered its charter or letters patent, and for the same territory, and the corporation

shall receive credit for any bonus paid by the former corporation: Provided, That this section shall not be so construed as to permit any corporation accepting its provisions, to enter into any city or borough without assent of councils, except in so far as the councils thereof have heretofore, or shall hereafter, give their assent thereto.

Section 3, Act May 8, 1889, P. L. 136.

Section 4. It shall and may be lawful for corporations, for what purpose soever formed, and lawfully using electrical current, within this Commonwealth, to enter into contracts with each other for use of the same poles, wires and conduits, or for the purchase and sale of electrical current, or for the lease and operation of each other's systems, upon such terms and conditions as they may agree upon: Provided, That nothing in this section contained shall be construed to give to any company any rights to erect or maintain poles, wires or conduits upon any street or road not already so occupied, unless the consent of the local authorities shall have been first obtained.

Act March 19, 1903, P. L. 34.

Section 5. No electric light company shall enter upon or occupy, in any manner whatever, any street or highway within any township of the first class of this Commonwealth, without first making application, in writing, to the proper authorities of such township of the first class, and obtaining its consent or permission, which shall be given by ordinance only, and upon such conditions, stipulations, and regulations as the municipal authorities may deem proper.

Act of June 6, 1907, P. L. 417.

(COMP.)

CHAPTER XIV.

ARTICLE I.

EXHIBITION COMPANIES.

Section 1. Corporations may be formed, in the manner herein mentioned, by the voluntary association of five or more persons, or as otherwise hereinafter provided, for the purpose of educating the

public by exhibiting artistic, mechanical, agricultural and horticultural products and providing public instruction in the arts and sciences: Provided, however, That no such company shall be organized for profit, but all contributions thereto by members or others, and all proceeds realized from the business of such company, shall be applied to the purpose declared in its charter. When so formed, such company, by virtue of its existence, shall have the following powers:

First. To have perpetual succession by its corporate name, subject to the power of the General Assembly and the Constitution of the Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal and alter the same at pleasure, and to accept and use such contributions and loans, from its members, or others, of money or property, real or personal, as may be advantageous to the purpose of its organization.

Fourth. To hold, purchase, maintain, lease, mortgage, sell and transfer real and personal property as the purposes of the corporation may require, and the right also to enter upon, take and occupy such public lands, easements and other property, as may be required, from time to time, for the purposes of its incorporation.

Fifth. To appoint and remove and suitably compensate such officers and agents as the business of the company requires.

Sixth. To make by-laws not inconsistent with law, regulating its membership and the election of its officers and directors, and the management of its property and business affairs.

Seventh. To enter into any obligation necessary for the transaction of its business.

Section 1, Act June 14, 1887, P. L. 383.

Section 2. The charter of such intended corporation shall be subscribed by five or more persons, all of whom shall be citizens of this Commonwealth, who shall certify in writing to the Governor:

First. The name of the corporation.

Second. The place where its business is proposed to be conducted, at which place shall be located its general office.

Third. The names and residences of the subscribers.

Fourth. The number of its directors and the names and residences of those chosen for the first year.

Notice of the intention to apply for such charter shall be inserted in two newspapers of general circulation, printed in the county within which the general office is proposed to be located, once a week for three weeks, setting forth briefly the character and object of the proposed corporation, the intention to apply for such charter and the location of its general office and principal place of business. Such

certificate shall give the name and address of the treasurer of the company, which may be an incorporated state or national bank, authorized to do business within the county where the principal office of the proposed corporation is located; said certificate shall be acknowledged by at least three of the subscribers thereto before the recorder of deeds of the county in which the principal office is located, and the subscribers shall also make and subscribe an oath or affirmation before him, to be endorsed on such certificate, that the statements therein contained are true; the certificate so endorsed, accompanied with proof of publication of notice as hereinbefore provided shall then be produced to the Governor of the Commonwealth, who shall examine the same and, if he find it to be in the proper form and within the purposes herein named, shall endorse his approval thereon, and direct letters patent to issue in the usual form, incorporating the subscribers and their associates and successors into a body politic and corporate, in deed and in law, by the name chosen, and the original certificate, with all its endorsements, shall be recorded in the office of the Secretary of the Commonwealth, in a book to be kept by him for such purpose, and he shall forthwith furnish to the Auditor General an abstract therefrom, showing the name and location of the company and the name and address of its treasurer. The original certificate, with all of its endorsements, shall then be recorded in the office for recording deeds, in the county in which is located its general office, and from thenceforth the subscribers thereto, their associates and successors, shall be a corporation for the purposes and upon the terms named in said certificate: Provided, That no franchise granted under this act shall be exercised for the exclusive use or benefit of any part or class of the public.

Section 2, Act June 14, 1887, P. L. 383.

Section 3. It shall be lawful for any corporation named in this chapter to borrow money and secure any indebtedness created by it, by issuing bonds, not to exceed the sum of five hundred thousand dollars, with or without interest coupons attached thereto, and to secure the same by a mortgage or mortgages, for the use of its bondholders, upon its property, real and personal, and its franchises; but no such bond or indebtedness shall bear a rate of interest exceeding six per centum per annum.

Act June 25, 1901, P. L. 599, amending Section 3, Act June 14, 1887, P. L. 383.

It shall be lawful for any body corporate which has been or may hereafter be incorporated by or under the laws of this Commonwealth, with powers and franchises to hold and maintain an ex-

hibition of natural and artificial objects and products, anywhere within this Commonwealth, or elsewhere, to mortgage any or all of its real and personal property, of any and every description, and also all its franchises and privileges, for the purpose of securing the payment of any indebtedness or evidences of indebtedness which such body corporate may create according to law, with the same effect as to the interest of such corporation in such property of any kind, and in its franchises, as in the case of the mortgaging of a freehold interest and title, as to lien, notice, evidence and priority of payment: Provided, That such mortgage shall be acknowledged and recorded in the same manner as mortgages of real estate.

Section 1, Act April 17, 1878, P. L. 22.

Any mortgages which may be created by virtue of this section shall be sued out in the same manner as the law shall provide for mortgages of real estate.

Section 2, Act April 17, 1878, P. L. 22.

Section 4. The person or persons for whom or on whose account the property and franchises of any such corporation may be purchased at any sale which may be had under and in pursuance of any mortgage which may be created under the provisions of the third section of this chapter, shall be and they are hereby constituted a body politic with all the rights, immunities and privileges, and subject to all the restrictions and liabilities of the corporation whose property and franchises may be thus sold.

Section 3, Act April 17, 1878, P. L. 22.

Section 5. The taking of such public lands for the erection and maintenance thereon of buildings, or other structures, for the public exposition of manufactured articles, agricultural products, minerals, and all articles pertaining to the arts and sciences, and providing public instruction in the arts and sciences, by the exercise of the right of eminent domain, is hereby declared to be taking of said land for public use. Any corporation chartered under this chapter for the purpose herein mentioned, or any corporation heretofore chartered for like purpose, and accepting the provisions of this chapter, as hereinafter prescribed, shall have the right of eminent domain for the purpose of appropriating to its use such public lands, easements, and other property, as may be necessary for the purpose of its incorporation; such right, however, shall not be exercised as to any burying ground, passenger railroad station house, nor as to any street, alley, highway, wharf-landing, or other property of any incorporated city, town or borough without the consent of its councils first had to such appropriation, by ordinance duly passed

and approved, nor shall such right in any event be exercised as to any tide water wharf, nor as to that part of any other public wharf, or river landing, which has been theretofore graded and paved by the municipality, and if not so graded and paved, such wharf or river landing may be appropriated as herein provided, any limitation of use thereof by the municipality by donation, dedication, appropriation, statute or otherwise, to the contrary notwithstanding.

Section 4, Act June 14, 1887, P. L. 383.

Section 6. Any company heretofore incorporated not for profit, and for any of the purposes named in this chapter, upon accepting the provisions of this chapter, in writing under the seal of the corporation, filed in the office of the Secretary of the Commonwealth, together with a surrender of its letters patent or charter, which shall be filed with such certificate, shall thereupon become and be a body corporate hereunder and shall be entitled to and possessed of all the privileges, franchises and powers conferred by this chapter upon corporations to be created under this chapter, and all the properties, rights and privileges belonging to such corporation theretofore acquired by gift, grant, conveyance, municipal ordinance, assignment or otherwise, upon such surrender, shall be and is hereby ratified, approved, confirmed, and assured to such corporation, with like effect and to all intents and purposes as if the same had been originally acquired by and under authority of this chapter; and such corporation shall thereafter be governed solely by the provisions of this chapter; and the Governor shall forthwith cause new letters patent, under this chapter, to issue to such corporation under the same name as the company had in the charter under which it was originally incorporated.

Section 5, Act June 14, 1887, P. L. 383.

(COMP.)

CHAPTER XV.

ARTICLE I.

HOTEL, DROVE YARD, BOARDING-HOUSE, THEATRE,
OPERA, MARKET HOUSE, LIVERY OR BOARDING STABLE
COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the establishment and maintenance of an hotel and drove yard or boarding-house, theatre, opera and market house, livery or boarding stable, or either.

Act of May 29, 1901, P. L. 344, amending Section 2, Act of April 29, 1874, P. L. 73.

Section 2. Such companies, or similar companies already incorporated and accepting the same, for holding, leasing and selling real estate, or for the establishment or maintenance of a hotel or boarding-house, or opera and market house, hotel and drove yard, or both, any or either, shall have the right and power to take, receive, hold and enjoy, either by conveyance, fee simple or for any less estate, or upon ground-rent, or for both, all the buildings, lots of land, premises, appurtenances necessary to the successful maintenance and carrying on of such business; shall have the power to execute the necessary and proper covenant for securing the payment of ground-rent on any of such lands and premises; shall have power to sell and convey, let or lease all or any parts of said lots, or the tenements and buildings thereon erected, either for cash or on ground rent, or partly for cash and partly on ground-rent, and shall have power to hold or erect such buildings, fixtures and appurtenances, and procure such furniture and equipments as may be necessary for the success of its business; and the said corporation may borrow money, and secure the same by mortgage upon the said lots, buildings and fixtures and appurtenances.

Section 10, Act April 17, 1876, P. L. 36, amending Section 36, Act of April 29, 1874, P. L. 73.

CHAPTER XVI.

ARTICLE I.

INCLINED PLANE COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this article for the construction and operation of inclined planes for the transportation of passengers and freight, or for the construction and maintenance of tunnels or underground passageways.

Section 1, Act of April 29, 1874, and Par. 24, of Class 2, Section 2, Act of April 29, 1874, P. L. 73, as amended by the Act of June 25, 1895, P. L. 311.

Section 2. The companies incorporated under the provisions of this article for the erection and maintenance of inclined plane railways operated by stationary engines, and the carriage of passengers and freight thereon shall, from the date of the letters patent creating the same, be governed, managed and controlled as follows, and shall be entitled to the privileges conferred by this act.

Section 1, Act of May 1, 1876, P. L. 84.

Section 3. The directors of such corporation shall have full power and authority to appoint, agree and contract with such engineers, contractors, laborers and other persons, as they may think necessary, to make and construct or operate such inclined plane and other buildings, and collect the fares hereinafter authorized, and fix their compensation, to purchase real estate in quantities not exceeding ten acres at any one time, and to sell and improve the same in such manner as they may determine, and to do and transact all other acts, matters and things as by the by-laws of such corporation may be intrusted to them.

Clause I, Section 1, Act of May 1, 1876, P. L. 84.

Section 4. It shall and may be lawful for any incorporated company of this Commonwealth or elsewhere, to subscribe and take shares of stock in any corporation incorporated for the purposes named in this article, or to purchase the bonds or stock, or guarantee the payment of said bonds and the interest thereon.

Clause 2, Section 1, Act of May 1, 1876, P. L. 84.

Section 5. Before the directors of any such corporation shall proceed to erect any such inclined plane or other buildings it shall be lawful for them to contract with the owner or owners of any land, for the purchase of so much thereof as may be necessary for the purpose of such inclined plane company; but in case they cannot agree, then proceedings shall be had for the condemnation of said lands as provided in Section . ., Article two, Chapter three of this act.

Clause 3, Section 1, Act May 1, 1876, P. L. 84.

Section 6. When such corporation shall have erected any inclined plane, the property thereof shall be vested in the said corporation, and it shall have the power to erect gates, and to demand such rates as the directors thereof shall from time to time determine, not exceeding six cents for the carriage of each passenger, and for the carriage of freight, packages, et cetera, ten cents per hundred weight or fractional part thereof; the directors of said corporation to have power to determine the classes of freight to be carried, and they shall cause to be put up and kept in some conspicuous place in the station houses of said incline plane, an exhibit of the rates of fare fixed by them.

Clause 4, Section 1, Act May 1, 1876, P. L. 84.

Section 7. If the said corporation, or any person employed by it, shall demand or collect greater fares than are prescribed in the exhibit of fares put up in the station houses as aforesaid, he or it shall forfeit for every such offense the sum of ten dollars, to be recovered as debts of a similar amount are recovered, one-half to be paid to the county and the other half to the person suing for the same.

Clause 5, Section 1, Act May 1, 1876, P. L. 84.

Section 8. Said corporation shall keep a just account of all moneys received by its agents, and after deducting all expenses and such proportion of the income as may be sufficient for a fund to provide against the decay, repairing and rebuilding of said plane, that time and accident may render necessary, shall semi-annually declare and make a dividend of the balance among the stockholders, first giving notice, personally or by advertisement, of the time and place when and where the same shall be paid, and shall cause the same to be paid accordingly in ten days thereafter, or as soon as the same shall be demanded.

Clause 6, Section 1, Act of May 1, 1876, P. L. 84.

Section 9. If any person shall break, pull down or destroy any part or parts of said inclined plane, or other property of the said

corporation, or shall wilfully obstruct the passage in or to the said inclined plane, or any part or parts thereof, each such person shall forfeit and pay to the said corporation the sum of ten dollars for each and every such offense, to be recovered as other debts of like amount are recoverable, and if any person shall be guilty of carrying any lighted cigar or pipe, or carrying fire into the station houses and buildings of the corporations in any manner except in a lantern, or shall discharge any pistol or gun, or any fire-works in or near the buildings of said company, each one so offending shall forfeit and pay the said corporation the sum of five dollars for every such offense, to be recovered in like manner as aforesaid; but no suit shall be brought for any of the aforesaid offenses unless commenced within thirty days after it shall be known who committed said offenses, and he, she or they shall remain liable to action at the suit of the corporation for any of the wrongs enumerated in this clause, if the sums herein mentioned be not sufficient to repair or satisfy said damage.

Clause 7, Section 1, Act of May 1, 1876, P. L. 84.

Section 10. The causeways or other approaches to the station houses of any inclined plane chartered under this chapter, shall be deemed to be and taken as public highways, and subject to the same penalties for obstruction thereof as may now or may hereafter be enforced for the obstruction of public streets in the municipality in which said approaches may be located.

Clause 8, Section 1, Act May 1, 1876, P. L. 84.

Section 11. If any company incorporated under this article for the purpose of erecting an inclined plane, as aforesaid, shall not proceed to carry on said work within the space of two years from the date of its letters patent, or shall not within the space of five years thereafter complete the same, the rights and privileges granted to the said corporation shall revert to the Commonwealth.

Clause 9, Section 1, Act May 1, 1876, P. L. 84.

Section 12. Companies incorporated under the provisions of this article for the construction and maintenance of tunnels or underground passageways shall, from the date of the letters patent creating the same be governed, managed and controlled as follows:

The directors of such corporation shall have full power and authority to appoint, agree and contract with such engineers, contractors, laborers and other persons as they may think necessary to make and construct and operate such tunnel or underground passageway and buildings, and collect the tolls provided for, and fix their compensation, to purchase real estate necessary therefor, and to sell and im-

prove the same in such manner as they may determine, and to do and transact all other acts, matter and things as by the by-laws of such corporation may be intrusted to them.

Section 2, Act of June 25, 1895, P. L. 311.

Section 13. It shall and may be lawful for any incorporated company of this Commonwealth, or elsewhere, to subscribe and take shares of stock in any corporation incorporated for the purposes named in this chapter, or to purchase the bonds or stock, or guarantee the payment of said bonds and the interest thereon.

Clause 2, Section 2, Act of June 25, 1895, P. L. 311.

Section 14. Before the directors of any such corporations shall proceed to construct any such tunnel or underground passageway, it shall be lawful for them to contract with the owner or owners of any land for the purchase of so much thereof as may be necessary for the purpose of such tunnel or underground passageway, or for the right of way through or under the same; but in case they cannot agree with the owner or owners of said land, then proceedings shall be had for the condemnation of said land as provided in Section twenty-four, Article two, Chapter three of this act.

Clause 3, Section 2, Act of June 25, 1895, P. L. 311.

Section 15. When said corporation shall have constructed any tunnel or underground passageway under the authority of this chapter either for the passage of persons or traffic, or as a drainage way for the drainage of lands or mines, the property thereof shall be vested in the said corporation, and it shall have power to erect gates and to demand such tolls or compensation as the directors thereof shall, from time to time, determine for permitting the passage of persons or traffic or drainage water through such tunnel or tunnels or underground passageways, and the directors thereof shall also have full power and authority to contract with corporations and individuals for the use thereof, and they shall cause to be put up and kept in some conspicuous place in the station house of the said tunnel, when used for the passage of persons or traffic, an exhibit of the rates of fare or charges fixed by them for the use thereof.

Section 1, Act of July 15, 1897, amending Clause 4, Section 2, Act of June 25, 1895, P. L. 211.

Section 16. If said corporation, or any person employed by it, shall demand or collect any greater tolls or charges than are prescribed in the exhibit of tolls or charges put up in the station house as aforesaid of a tunnel used for the passage of persons or traffic,

he or it shall forfeit for every such offense the sum of ten dollars, to be recovered as debts of a similar nature are recovered, one-half to be paid to the county and the other half to the persons suing for the same.

Section 2, Act July 15, 1897, P. L. 277, amending Clause 5, Section 2, of the Act of June 25, 1895, P. L. 311.

Section 17. If any person shall break, mutilate or destroy any part or parts of the said tunnel or underground passageway or other property of the said corporation, or shall wilfully obstruct the passageway in or to said tunnel or underground passageway, or any part or parts thereof, each such person shall forfeit and pay to the said corporation the sum of ten dollars for each and every such offense to be recovered as other debts of a like amount are recoverable; and if any person shall be guilty of carrying any lighted cigar or pipe or carrying fire into the station houses and building of the corporation, or shall discharge any pistol or gun or any fire works in or near the said tunnel or underground passageway or buildings of the said company, each one so offending shall forfeit and pay the said corporation the sum of ten dollars for every such offense, to be recovered in like manner as aforesaid, but no suit shall be brought for any of the aforesaid offenses unless commenced within thirty days after it shall be known who committed said offenses, and he, she or they shall remain liable to such action at the suit of the corporation for any of the wrongs enumerated in this section, if the sums herein mentioned be not sufficient to repair or satisfy said damage.

Clause 6, Section 2, Act of June 25, 1895, P. L. 311.

Section 18. Such tunnels or underground passageways and the approaches thereto when used for the passage of persons or traffic, shall be deemed to be and taken as public highways, and subject to the same penalties for obstructions thereof as may now or shall hereafter be enforced for the obstruction of public streets in the municipality in which said approaches may be located.

Section 3, Act July 15, 1897, P. L. 277, amending Clause 7, Section 2, of the Act of June 25, 1895, P. L. 311.

Section 19. If any company incorporated under this article for the purpose of constructing and maintaining a tunnel or underground passageway as aforesaid, shall not proceed to carry on said work within the space of two years from the date of its letters patent,

or shall not, within the space of five years thereafter, complete the same, the rights and privileges granted to the said corporation shall revert to the Commonwealth.

Clause 8, Section 2, Act of June 25, 1895, P. L. 311. It seems that the time for constructing and maintaining tunnel or underground construction companies may not be extended by the courts under the provisions of the Act of May 16, 1889, P. L. 242. Pittsburgh Tunnel Co., 50 Pitts. L. J., 1 (1902).

(COMP.)

CHAPTER XVII.

ARTICLE I.

IRON AND STEEL COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this article, for the manufacture of iron or steel, or both, or for any other metal, or of any article of commerce from metal or wood, or both, and the manufacture and production of silverware, plated ware, jewelry, works of ornament and art, and pictures, and the buying and selling of such articles.

Section 1, Act April 29, 1874, P. L. 73, and Act of June 3, 1893, P. L. 287, amending Section 2, Act April 29, 1874.

Section 2. Companies incorporated under the provisions of this article for the manufacture of iron or steel, or both, of any other metal or of any article of commerce from wood or metal or both, unless otherwise provided by this act, shall, from the date of the letters patent creating the same, have the powers and be governed, managed and controlled as follows:

Section 38, Act April 29, 1874, P. L. 73.

Section 3. Every such corporations may, in the manner prescribed in this act, increase its capital stock to any necessary amount, and shall have the right to purchase, lease, hold, mortgage and sell real estate and mineral rights to prove and open mines, to mine and

prepare for market, or for their own use and consumption, coal, iron ore and other minerals, and to erect and construct furnaces, forges, mills, foundries, manufactories and such other improvements and erections as they may deem necessary, and to manufacture iron and steel, or any other metal, or either thereof in all shapes and forms, and either of these metals exclusively or in combination with other metals, or with wood, and to transport all of said articles or any of them to market, and to dispose of the same and to do all such other acts and things as a successful and convenient prosecution of said business may require: Provided, They shall not at any one time have more than ten thousand acres of land in this Commonwealth, including leased lands, except companies organized to manufacture iron with charcoal, which said companies may hold timber lands not exceeding the quantity that will be required to furnish wood for charcoal for the purposes of said companies, and said lands may be located in not exceeding four contiguous counties.

Clause 1, Section 38, Act April 29, 1874, P. L. 73, as amended by the Act of May 24, 1887, P. L. 188.

Section 4. Every such corporation may make and issue bonds, with or without coupons attached, bearing interest not exceeding six per centum per annum, and sell, exchange or otherwise dispose of the same, upon such terms and conditions as they may deem advisable, and such bonds, and the interest thereon, may be secured by a mortgage or mortgages upon the corporate franchises, real and lease-hold estate: Provided, They shall not issue bonds for a greater sum than three times the amount of their capital stock paid in.

Clause 2, Section 38, Act April 29, 1874, P. L. 73.

Section 5. The president and directors of every such corporation shall annually lay before the stockholders a full and complete statement of the business and affairs of the corporation for the preceding year; and it shall also be their duty to make report to the Auditor General, at such time and in such form as is or may be prescribed by law, of the operations of the corporation, to the end that he may ascertain the amount of tax due by said corporation to the Commonwealth, and such report shall be verified by the oaths or affirmations of the president and treasurer of such corporation; and any such corporation which shall neglect or refuse to report to the Auditor General, according to law, shall be liable to a penalty of five hundred dollars for the use of the Commonwealth, to be sued for and recovered as debts of like amount are or may be by law recoverable.

Clause 3, Sec. 38, Act April 29, 1874, P. L. 73.

Section 6. It shall and may be lawful for any corporation organized for the purposes named in this section, to appropriate any stream or streams, spring or springs, flowing through or along or rising upon any lands belonging to and owned by such corporation in the vicinity of their works, for the purpose of supplying the same with stream or water power, upon the said corporation filing in the office of the prothonotary of the court of Common Pleas of the county in which such works may be located, a draft or drafts showing the stream or streams, spring or springs which may have been appropriated, for the purposes aforesaid; whereupon it shall not be lawful for any other corporation or individual to divert or use the water of any stream or streams, spring or springs thus appropriated, so as to diminish the usual accustomed and natural flow thereof; Provided, That every corporation thus appropriating any stream or streams, spring or springs shall, after using the waters of the same for their manufacturing necessities, return the same into the usual and accustomed channel whereby the water of such stream or streams, spring or springs, have heretofore been accustomed to flow off or along the lands of such corporations.

Clause 4, Sec. 38, Act April 29, 1874, P. L. 73.

Section 7. The incorporation of any association of persons for the purposes named in this article shall be held and taken to be of the same force and effect as if the powers and privileges conferred and the duties enjoined had been conferred and enjoined by special act of Assembly, and the franchises granted shall be construed according to the same rules of law and equity as if it had been created by special charter, and no modification or repeal of this act shall affect any franchises obtained under the provisions of the same.

Clause 5, Sec. 38, Act April 29, 1874, P. L. 73.

Section 8. It shall and may be lawful for any incorporated company of this Commonwealth, or elsewhere, to subscribe for and take shares of stock in any company incorporated for the purposes named in this article, or to purchase the bonds or stock of such company or guarantee the payment of said bonds, and the interest thereon, or either principal or interest; and it shall and may be lawful for any manufacturing company of this Commonwealth incorporated for the said purposes to subscribe for, purchase, hold, and dispose of bonds or stocks in any incorporated company of this Commonwealth or elsewhere, or to guarantee the payment of such bonds, and the interest thereon, or either principal or interest: Provided, That

this article shall not be construed to permit any corporation named herein to hold a majority of the stock of any railroad company, or other common carrier.

Section 2, Act of June 17, 1887, P. L. 411, amending Clause 6, Section 38, Act of April 20, 1874, P. L. 73.

Section 9. A majority of the stock of any such corporation may be held by persons who are not citizens of this State or of the United States. A majority of its directors may be citizens of another State, or of any foreign country; and it may have an office at any place without the State, at which the by-laws of the corporation may authorize the same meetings of stockholders and directors to be held, and any business of the corporation transacted, but it shall also keep an office within the county in which its principal business in this State is transacted, and an officer of the company there, upon whom service of process may be made; and the property and stock of such corporation shall be at all times liable to taxation under the laws of this Commonwealth. Corporations for any of the purposes named in this article, heretofore created by any general or special law of this Commonwealth, on accepting the provisions of the Constitution, shall be entitled to all the privileges and powers conferred by this act upon such corporations to be hereafter created.

Clause 7, Section 38, Act of April 29, 1874, P. L. 73.

Section 10. The stockholders of every company incorporated for the purposes named in this article, shall only be individually liable for debts due to laborers, mechanics, or clerks, for services, and in that case for no period exceeding six months.

Clause 8, Section 38, Act of April 29, 1874, P. L. 73.

(COMP.)

CHAPTER XVIII.

ARTICLE I.

MINING, MECHANICAL AND QUARRYING COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this article for the carrying on of any mechanical, mining, quarrying or manufacturing business including all the pur-

poses covered by the provisions of the acts of the general assembly, entitled "An act to encourage manufacturing operations in this Commonwealth," approved April seventh, one thousand eight hundred and forty-nine, entitled "An act relating to corporations for mechanical, manufacturing, mining and quarrying purposes," approved July eighteenth, one thousand eight hundred and sixty-three, and the several supplements to each of the said acts, including the incorporation of grain elevators, storage house and storage yard companies.

Section 1, Act April 29, 1874, P. L. 73, and Clause XVII, of Part 2, Section 2, Act April 29, 1874, as amended by Act of July 9, 1901, P. L. 624.

Section 2. Companies incorporated under the provisions of this article for the carrying on of any mechanical, mining, quarrying, manufacturing or other business, as provided in clause sixteen of section one of Chapter three of this act, when not otherwise provided in this act, shall, from the date of the letters patent creating the same, have the powers and be governed, managed and controlled as follows:

Section 39, Act April 29, 1874, P. L. 73.

Section 3. If the proprietor of any share neglect to pay a sum duly assessed thereon, for the space of thirty days after the time appointed for payment, the treasurer of the company may sell by public auction a sufficient number of the shares to pay all assessments then due, with necessary and incidental charges thereon. The treasurer shall give notice of the time and place appointed for such sale, and of the sum on each share, by advertising the same three weeks successively before the sale in some newspaper published in said county; and a deed of the share so sold made by the treasurer, and acknowledged before a justice of the peace, and recorded by the clerk, who shall transfer said shares to the purchaser, who shall be entitled to a certificate therefor.

Clause 2, Section 39, Act April 29, 1874, P. L. 73.

Section 4. All corporations for mining, manufacturing, or trading purposes, or for the purchase and sale of real estate, and construction companies, whether created by general or special acts of Assembly, whose charters may have expired or may hereafter expire, or which may have been dissolved or may hereafter be dissolved by any judicial decree, may bring suits, and maintain and defend suits already brought, for the protection and possession of their property, and the collection of debts and obligations owing to or by them, and sell, convey, and dispose of their property, and make title therefor, as fully and effectually as if their charters had not expired, or such decree

had not been made; and the officers last elected, or the survivors of them, shall be officers to represent said corporations for such purposes, and, if no officers survive, the stockholders may elect officers under their by-laws: Provided, That this section shall be construed only so as to enable said corporations to realize and divide their assets and wind up their affairs, and not to transact new business.

Act of June 5, 1913, P. L. 449, amending the Act of May 23, 1907, P. L. 204, which amended the Act of May 21, 1881, P. L. 30.

Section 5. All iron and other manufacturing and mining corporations incorporated under the laws of this Commonwealth, shall be and hereby are enabled to borrow moneys, and to secure the loans to be made to them, by mortgage of their property, and to dispose of their bonds, or certificates of loan, or pay interest thereon at such rates as railroad and canal companies may now do.

Act January 11, 1867, P. L. 1372.

Section 6. The president and directors, with the treasurer and clerk of such companies, shall, after the payment of the last installment of the capital stock, make a certificate stating the amount of the capital so fixed and paid in, which certificate shall be signed and sworn to by the president, treasurer, clerk and a majority of the directors, and they shall cause the same to be recorded in the office of the recorder of deeds for said county.

Clause 3, Section 39, Act April 29, 1874, P. L. 73.

Section 7. If any part of the capital stock of any such company is withdrawn and refunded to the stockholders, before the payment of all the debts of the company contracted previously to the recording of a copy of the vote for that purpose in the office of the recorder of deeds, as prescribed in the preceding section, all the stockholders of the company shall be jointly and severally liable for the payment of such debts.

Clause 4, Section 39, Act April 29, 1874, P. L. 73.

Section 8. If the directors of any such company declare any dividend when the company is insolvent, or the payment of which would render it insolvent, they shall be jointly and severally liable for all the debts of the company then existing, and for all thereafter contracted, so long as they respectively continue in office: Provided, That the amount for which they shall be liable shall not exceed the amount of such dividend, and if any of the directors are absent at

the time of making the dividend or object thereto, at said time, and file their objections in writing with the clerk of the company, they shall be exempted from such liability.

Clause 5, Section 39, Act of April 29, 1874, P. L. 73. See Section 191.

Section 9. If any certificate made, or any statement or notice given by the officers of a company, under the provisions of this article, is false in any material representation, all the officers who signed the same, knowing it to be false, shall be jointly and severally liable for all the debts of the company contracted while they were officers or stockholders thereof.

Clause 6, Section 39, Act April 29, 1874, P. L. 73. See Section 213.

Section 10. Such corporation may, in its corporate name, take, hold and convey such real and personal estate as is necessary for the purpose of its organization, may carry on its business, or so much thereof as is convenient, beyond the limits of the Commonwealth, and may there hold any real or personal estate necessary for conducting the same.

Clause 7, Section 39, Act April 29, 1874, P. L. 73. See Section 1362.

Section 11. It shall not be lawful for any mining or manufacturing corporation of this Commonwealth, or the officers or stockholders of any such corporation, acting in behalf or in the interest of any such corporation, to engage in or carry on, by direct or indirect means, any store known as a company store, general supply store or store where goods and merchandise other than such as have been mined or manufactured by the mining or manufacturing corporation of which said officers or stockholders are members, are kept or offered for sale.

No mining or manufacturing corporation engaged in business under the laws of this Commonwealth, shall lease, grant, bargain or sell to any officer or stockholder of any such corporation, nor to any other person or persons whatsoever, the right to keep or maintain upon the property of any such corporation, any company general supply or other store in which goods other than those mined or manufactured by the corporation granting such right, shall be kept or exposed for sale, whenever such lease, grant, bargain or sale as aforesaid, is intended to defeat the provisions of this section. Nor shall any such mining or manufacturing corporation, through its officers, stockholders or by any rule or regulation of its business, make any contract with the keepers or owners of any store, whereby the em-

ployes of such corporation shall be obliged to trade with such keeper or owner, and any such contract made in violation of this section, shall be prima facie evidence of the fact that such store is under the control of such mining or manufacturing corporation and in violation of this section.

For any violation of any of the provisions of this section by any mining or manufacturing corporation aforesaid, such mining or manufacturing corporation so offending, shall forfeit all charter rights granted to it under the laws of this Commonwealth, and it is hereby declared and made the duty of the attorney general of this Commonwealth, upon complaint of such violation of any of the provisions of this section by a petition signed and sworn to by two or more citizens, residents of the county where the offense is sworn to have been committed, to immediately commence proceedings against the corporation or corporations complained against by a writ of quo warranto.

Every manufacturing, mining or quarrying company incorporated under the provisions of this chapter, shall be confined exclusively to the purposes of its creation, as specified in its charter, and no such company shall manufacture or sell any commodity or articles of merchandise other than those therein specified. No such company shall engage in nor shall it permit any of its employes or officials to engage in the buying or selling, upon the lands possessed by it of any wares, goods or commodities or merchandise, other than those specified in their charter or necessary for the manufacture of the same. No company shall permit to be withheld or authorize or direct the withholding of wages due any of its operatives or employes by reason of the sale or furnishing of goods, wares or merchandise by any person to such operatives or employes, unless the same be withheld by reason of and in obedience to due process of law; but nothing herein contained shall prohibit any such company from supplying to its employes oil, powder and other article and implements necessary for or used in mining.

Sections 1 and 2, Act June 9, 1891, P. L. 256. Section 43, Act April 29, 1874, P. L. 73.

Section 12. Every such corporation shall, annually, in September, make, and the president, treasurer and a majority of the directors, shall sign, swear to and deposit with the recorder of deeds for said county, a certificate stating the amount of capital stock paid in, the names and number of shares held by each stockholder, the amount invested in real estate and in personal estate, the amount of property owned and debts due to the corporation, on the first day of August

next preceding the date of such certificates, and the amount as nearly as can be ascertained, of existing demands against the corporation at the date of the certificate.

Clause 8, Section 39, Act April 29, 1874, P. L. 73.

Section 13. When the officers of such corporation have failed to perform the duties prescribed in this article, as to making certificates, the certificates therein mentioned may be made and filed at any time after such failure; and such officers shall not be personally liable for debts of the corporation contracted after the requisitions of this article have been complied with.

Clause 9, Section 39, Act April 29, 1874, P. L. 73.

Section 14. It shall be the duty of the directors of every such company to cause a book to be kept by the treasurer or secretary thereof, at the office or principal place of business of the company, which shall contain the names of all persons, alphabetically arranged, who are or who shall within one year have been stockholders of such company, showing their places of residence, the number of shares of the stock held by them respectively, and the time when they respectively became the owners thereof, and the amount paid on such shares, and the total amount of the capital stock paid in. This book shall at the end of the year be carefully preserved in the office of the company for future reference, and shall during the usual business hours of the day, on every business day, be open for the inspection of all persons who may desire to inspect the same, and any and every person shall have the right to make extracts from such book; and no transfer of stock shall be valid for any purpose whatever, except to render the person to whom it is transferred, liable for the debts of the company, according to the provisions of this article, until it shall have been entered therein as required by this section, by an entry showing by and to whom the same has been transferred. Such book shall be prima facie evidence of the facts therein stated, in favor of the plaintiff, in any suit or proceeding against such company, or against any one or more stockholders; and if any such company shall neglect or refuse to keep such book, or to make or cause to be made any proper entry therein, or shall, on application made to any director or officer thereof, neglect or refuse to exhibit the same, or to allow extracts to be taken therefrom, as hereinbefore required, such company shall forfeit and pay to the party aggrieved, fifty dollars for each and every day it shall so neglect or refuse as aforesaid, recoverable by said party as in other cases of claims against such company.

Section 24, Act of April 7, 1849, P. L. 568.

The provisions of the twenty-fourth section of the act, entitled "An act to encourage manufacturing companies within this Commonwealth," approved April seventh, Anno Domini one thousand eight hundred and forty-nine, shall be and are hereby extended to all manufacturing or mining companies now or hereafter incorporated under any special or general law of this Commonwealth.

Section 1, Act of April 17, 1869, P. L. 71.

Section 15. Process shall be served upon such corporations in the same manner as is now directed by law with regard to other corporations. The court of common pleas of the proper county shall have the same power to dissolve such corporation, upon petitions filed under the corporate seal, which it now has with regard to other corporations. When special stock is created by any corporation under this article, the general stockholders shall be liable for all debts and contracts until the special stock is fully redeemed.

Clause 10, Section 39, Act April 29, 1974, P. L. 73. See Section 1348.

Section 16. The stockholders of any and all corporations under this chapter shall be personally liable for all sums of money due to laborers, clerks and operatives, for services rendered within six months before demand made upon the corporation, and its neglect or refusal to make payment; and when judgment is obtained against any corporation for wages or labor due to an amount not exceeding two hundred dollars, said corporation shall not be entitled to stay of execution.

Clause 11, Section 39, Act April 29, 1874, P. L. 73.

Section 17. Any such corporation may, from time to time, acquire and dispose of real estate, and may construct, have or otherwise dispose of dwellings and other buildings; but no power to sell or release the real estate of such corporation shall be exercised by the directors thereof, unless such power be expressly given in the certificates originally filed, without a consent of a majority of the stock in value consenting and agreeing to such sale or lease before making the same, which consent shall be obtained at a meeting of the stockholders to be held for that purpose, of which meeting thirty days' notice shall be given in one of the newspapers of the proper county, and such consent shall be evidenced only by the written signatures of said stockholders.

Clause 12, Section 39, Act April 29, 1874, P. L. 73.

Section 18. The charters of all manufacturing corporations granted in accordance with the provisions of the present Constitution of this Commonwealth, and the Act of General Assembly entitled "An act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, one thousand eight hundred and seventy-four, and the charters of all manufacturing corporations that have accepted the provisions of the said Constitution and Act of Assembly, which charters were limited in their duration by the articles of association or by the act of Assembly under which they were granted, and have now expired or shall hereafter expire, are hereby extended for a period of twenty-five years from the date of the expiration of said charters: Provided, That a bona fide organization has taken place and business has been commenced in good faith within a period of two years from the date of the granting of said charters: Provided further, That manufacturing concerns availing themselves of the provisions of this section shall first pay into the treasury of this Commonwealth the fee and bonus upon their capital stock now fixed by law for the renewal or extension of a corporate charter: And provided further, That upon the payment of said fees and bonus, and the production to the Secretary of the Commonwealth of evidence that the terms of this act have been complied with, letters patent shall issue to said manufacturing corporation.

Section 2, Act June 25, 1895, P. L. 310.

Section 19. Corporations incorporated under the provisions of the act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, for the purpose of mining for petroleum, may subscribe for, purchase, hold and dispose of stocks and bonds of any other corporation, incorporated under the said act for the same purpose, and may also subscribe for, purchase, hold and dispose of stocks and bonds of any corporation incorporated under the provisions of the act, entitled "An act to provide for the incorporation and regulation of natural gas companies," approved the twenty-ninth day of May, Anno Domini one thousand eight hundred and eighty-five. And may also subscribe for, purchase, hold and dispose of stocks and bonds in any corporations of other States incorporated for similar purposes.

Act of May 3, 1889, P. L. 76.

Section 20. No exercise of franchise, grant, bargain and sale, feoffment, deed of conveyance, release, assignment, or other assurance of lands, tenements and hereditaments, contract or agreement whatsoever, made, executed, and delivered prior to January first, nineteen

hundred and thirteen, by any corporation of this Commonwealth, or by the successors of any such manufacturing corporation or land company, shall be deemed, held or adjudged invalid, and defective or insufficient in law, by reason of the expiration of the term of its charter; but all and every such exercise of franchises, grant, bargain and sale, feoffment, deed of conveyance, release, assignment, or other assurance, contract, or agreement, so made, executed and delivered, shall be as good, valid, and effectual in law and fact as if the charter of such corporation, or of the successors of such corporation, had not expired or had been renewed and extended: Provided, however, That such corporation, or the successors thereof, have accepted the provisions of the Constitution of this Commonwealth, and of the act of Assembly, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, or is subject thereto without acceptance; And provided further, That not more than twenty years have elapsed since the expiration of the term of such charter.

Act of June 19, 1913, P. L. 539, amending the Act of April 22, 1909, P. L. 122.

(COMP.)

CHAPTER XIX.

ARTICLE I.

NATURAL GAS COMPANIES.

Section 1. Corporations may be formed in the manner mentioned herein by the voluntary association of five or more persons, or as otherwise provided herein, for the purpose of producing, dealing in, transporting, storing and supplying natural gas to such persons, corporations or associations, within convenient connecting distance of its line of pipe, as may desire to use the same, upon such terms and under such reasonable regulations as the gas company shall establish, and when so formed, each of them, by virtue of its existence as such, shall have the following powers:

First, To have succession by its corporate name for the period limited by its charter, and when no period is limited thereby, perpetually, subject to the power of the general assembly, under the Constitution of the Commonwealth.

Second, To maintain and defend judicial proceedings.

Third, To make and use a common seal, and alter the same at pleasure, and have a capital stock not exceeding five million dollars, divided into shares such as each company may determine.

Fourth, To produce, mine, own, deal in, transport, store and supply natural gas, for either light, heat or both, or other purposes, and have all the rights and privileges necessary or convenient therefor.

Fifth, To hold, purchase, maintain, lease, mortgage, sell and transfer such real and personal property, including pipes, tubing, tanks and office and such other machinery, devices or arrangements, as the purposes of the corporation require, and the right also to enter upon, take and occupy such lands, easements and other property as may be required for the purpose of laying its pipes for transporting and distributing gas.

Sixth, To appoint and remove such subordinate officers and agents as the business of the corporation requires and to allow them suitable compensation.

Seventh, To make by-laws not inconsistent with the law, for the election and regulation of its directors and officers, the management of its property, the regulation of its affairs and the subscription, collection and transfer of its stock.

Eighth, To enter into any obligation necessary to the transaction of its ordinary affairs.

Section 1, Act of May 29, 1885, P. L. 29.

Section 2. The charter of such intended corporation must be subscribed by five or more persons, three of whom, at least, shall be citizens of this Commonwealth, who shall certify in writing to the Governor:

First. The name of the corporation.

Second. The place or places where natural gas is intended to be mined for and produced or received, the place or places where it is to be supplied to consumers, the general route of its pipe line or lines and branches, the location of its general office.

Third. The term for which said corporation is to exist, which may be limited as to time, or perpetual.

Fourth. The names and residences of the subscribers, and the number of shares subscribed by each.

Fifth. The number of its directors, and the names and residences of those chosen directors for the first year.

Sixth. The amount of its capital stock, and the number and par value of shares into which divided.

First part of Section 2, Act 29, 1885, P. L. 29.

Section 3. Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation printed in each of the counties named in the charter of said corporation, for three weeks, setting forth briefly the character and object of the corporation to be formed, and the intention to make application therefor, and the places where its business in its various branches is to be conducted. The certificate to the Governor shall state that ten per centum of the capital stock named therein has been paid in cash to the treasurer of the intended corporation and the name and residence of the treasurer shall be therein given; said certificate shall be acknowledged by at least three of the subscribers thereto, before the recorder of deeds of the county in which its principal office is situate, and the subscribers shall also make and subscribe an oath or affirmation before him, to be endorsed on the certificate, that the statements contained therein are true; the certificate, so endorsed, accompanied with proof of publication of notice as heretofore provided, shall then be produced to the Governor of the Commonwealth, who shall examine the same, and if he find it to be in proper form, and within the purpose named herein, shall approve thereof and endorse his approval thereon and direct letters patent to issue in the usual form incorporating the subscribers and their associates and successors into a body politic and corporate, in deed and in law, by the name chosen; and the certificate shall be recorded in the office of the Secretary of the Commonwealth, in a book to be by him kept for that purpose, and he shall forthwith furnish to the auditor general an abstract therefrom showing the name, location, amount of capital stock and name and address of the treasurer of the corporation. The original certificate with all of its endorsements shall then be recorded in the office for recording of deeds in and for each of the counties named therein, and from thenceforth the subscribers thereto and their associates and successors shall be a corporation for the purpose and upon the terms named in said certificate: Provided, That neither this chapter nor any other provision of law shall be so construed as to confer, authorize or give color to any claim of exclusive right in any corporation, howsoever formed, dealing in any way or for any purpose in natural gas.

Second half of Section 2, Act May 29, 1885, P. L. 29.

Section 4. It shall be lawful for all corporations named in this chapter to borrow money to secure any indebtedness created by them, by issuing bonds with or without coupons, attached thereto, and to

secure the same by a mortgage or mortgages, for the use of the bondholders, upon their property real and personal and their franchises to an amount not exceeding one-half of the capital stock of the corporation paid in, and at a rate of interest not exceeding six per centum.

Section 3, Act May 29, 1885, P. L. 29.

Section 5. The capital stock or indebtedness of any such corporation may be increased or its capital stock may be reduced from time to time by consent of the person or bodies corporate holding the larger amount in value of the stock of such company, but such increase of capital stock or indebtedness shall only be made for labor done, or money or property actually received. But every corporation created under the provisions of this article may purchase such real and personal estate, mineral rights, patent rights and other property as is necessary for the purpose of its organization and business, and issue stock therefor, and the stock so issued shall be declared and taken to be full paid stock, and not liable to any further calls or assessments, and in the charter and certificates and statements to be made by the subscribers and officers of the corporation, such stock shall not be stated or certified as having been issued for cash paid into the company, but it shall be stated or certified in this respect according to the fact.

Section 4, Act May 29, 1885, P. L. 29.

Section 6. When and as often as any such corporation shall be desirous of enlarging or altering its territory of production or of supply, for consumption, both or either of them, and its pipe line or lines and branches, it shall, thereupon, make, under its common seal, and deposit in the office of the Secretary of the Commonwealth, a certificate setting forth the particulars of such enlargement and alteration, and shall record in the office of the recorder of deeds of the county or counties to which the enlargement or alteration applies, a copy of the certificate, and thereupon and thereafter the rights, powers and duties of the corporation shall be as to the extension of its business and line as if the same had been originally provided for and embodied in its charter.

Section 5, Act May 29, 1885, P. L. 29.

Section 7. Any corporation formed hereunder, desirous of increasing its capital stock or indebtedness as provided by this article shall, by a resolution of its board of directors, call a meeting of its stockholders therefor, which meeting shall be held at its chief office or place of business in this Commonwealth, and notice of the time, place and object of the meeting shall be published once a week for

sixty days prior to such meeting, in at least one newspaper published in the county, city or borough wherein such office or place of business is situate.

Section 6, Act May 29, 1885, P. L. 29.

Section 8. At the meeting thus called an election of the stockholders of the corporation shall be taken for or against the proposed increase, which shall be conducted by three judges, who shall be stockholders of the corporation, appointed by the board of directors to hold the election, and if one or more of the judges be absent the judge or judges present shall appoint a judge or judges who shall act in the place of the judge or judges absent, and who shall respectively take and subscribe an oath or affirmation before an officer authorized by law to administer oaths well and truly and according to law to conduct the election to the best of their ability, and the judges shall decide upon the qualifications of voters, and when the election is closed count the number of shares voted for and against such increase, and declare whether the persons or bodies corporate holding the larger amount of the stock of the corporation, have consented to the increase or refused to consent thereto, and shall make out duplicate returns of the election stating the number of shares of stock that voted for the increase and the number that voted against the same, and subscribe and deliver the same to one of the chief officers of the company.

Section 7, Act May 29, 1885, P. L. 29.

Section 9. Each ballot shall have endorsed thereon the number of shares thereby represented, and be signed by the holder thereof or by the person holding a proxy therefor, but no share or shares transferred within sixty days shall entitle to vote at such election or meeting, nor shall any proxy be received or entitle the holder to vote unless the same shall bear date and have been executed within three months next preceding the election or meeting; and it shall be the duty of the corporation to furnish the judges at such meeting with a statement of the amount of its capital stock, with the names of persons or bodies corporate holding the same, and the number of shares by each respectively held, which statement shall be signed by one of the chief officers of the corporation with an affidavit thereto annexed, that the same is true and correct to the best of their knowledge and belief.

Section 8, Act May 29, 1885, P. L. 29.

Section 10. It shall be the duty of such corporation, if consent is given to such increase, to file in the office of the Secretary of the Commonwealth, within thirty days after the election or meeting, one of the copies of the return of such election, with a copy of the resolu-

tion and notice calling same thereto annexed; and upon the increase of the capital stock or indebtedness of the corporation, made pursuant thereto, it shall be the duty of the president or treasurer of such corporation, within thirty days thereafter, to make a return to the Secretary of the Commonwealth, under oath, of the amount of the increase and terms of the same, that is to say:—the terms on which the additional stock is issued. In case of neglect or omission so to do the corporation shall be subject to a penalty of five thousand dollars, which penalty shall be collected on an account settled by the Auditor General and State Treasurer as accounts for taxes due the Commonwealth are settled and collected; and the Secretary of the Commonwealth shall cause such returns to be recorded in a book to be kept for that purpose, and furnish a certified copy of the same to the Auditor General, and the corporation shall have the right to recover the same from the officer neglecting or omitting to file the return hereinbefore required.

Section 9, Act May 29, 1885, P. L. 29.

Section 11. The transportation and supply of natural gas for public consumption is hereby declared to be a public use, and it shall be the duty of corporations, organized or provided for under this chapter to furnish to consumers along their lines and within their respective districts natural gas for heat or light or other purposes as the corporation may determine. Any corporation that is now or shall hereafter to be engaged in such business, shall have the right of eminent domain for the laying of pipe lines for the transportation and distribution of natural gas, the right, however, shall not be exercised as to any burying ground or dwelling, passenger railroad station house or any shop or manufactory in which steam or fire is necessarily used for manufacturing or repairing purposes, but shall include the right to appropriate land upon or under which to lay said lines and locate pipes upon and over, under and across, any lands, rivers, streams, bridges, roads, streets, lanes, alleys, or other public highways, or other pipe lines, or to cross railroads or canals: Provided, In case the pipe lines cross any railroad operated by steam or canal the same shall be located under or above such railroad or canal, and in such manner as the railroad or canal company may reasonably direct: And provided further, That any company laying a pipe line under the provisions hereof shall be liable for all damages occasioned by reason of the negligence of such gas company: And provided further, That no company authorized by this article shall have the right to occupy longitudinally the right of way, road bed, or bridge of any railroad company: And provided, If any pipe line laid under the provisions of this article or laid upon or over lands cleared and used for agricultural pur-

poses, the same shall be buried at least twenty-four inches below the surface; and if any line of pipe shall be laid over or through any waste or woodland, which shall be changed to farming land, then it shall be the duty of the corporation to immediately bury the said pipe to the depth of at least twenty-four inches as aforesaid.

Section 10, Act May 29, 1885, P. L. 29.

Section 12. Prior to any appropriation, the corporation shall attempt to agree with the owner as to the damage properly payable for an easement in his or her property, if such owner can be found and is sui juris; failing to agree, the corporation shall tender to the property owner a bond with sufficient sureties to secure him or her in the payment of damages; if the owner refuse to accept said bond or cannot be found or is not sui juris, the same shall then be presented to the court of common pleas of the proper county, after reasonable notice to the property owner by advertisement or otherwise, to be approved by it. Upon the approval of the bond and its being filed, the right of the corporation to enter upon the enjoyment of its easement shall be complete. Upon petition of either the property owner or the corporation, thereafter, the court of common pleas shall appoint three disinterested freeholders of the county to serve as viewers to assess the damages proper to be paid to the property owner, for the easement appropriated by the company, and shall fix a time for their meeting of which notice shall be given to both parties; and as compensation for their services each of said viewers shall receive two dollars and fifty cents for each day in which he may actually have been engaged in such duty, and mileage at the rate of ten cents for each circular mile traveled by him in going from his residence to and from such view. Either party may appeal from the report of the viewers within twenty days after the filing thereof to the court of common pleas and have a jury trial as in ordinary cases, and writ of error to the Supreme Court.

Act of May 11, 1897, P. L. 50, amending Section 10, Act May 9, 1885, P. L. 29.

Section 13. The right to enter upon any public lane, street, alley, or highway for the purpose of laying down pipes, altering, inspecting and repairing the same, shall be exercised in such way as to do as little damage as possible to such highways, and to impair as little as possible the free use thereof, subject to such regulations as the councils of any city may by ordinance adopt.

Section 11, Act May 29, 1885, P. L. 29.

Section 14. In all cases where any dispute shall arise between such corporations and the authorities of any borough, city, township or county, through, over or upon whose highways, or between it and any landowner or corporation, through, over or upon whose property or easement, pipes are to be laid, as to the manner of laying the pipes and the character thereof, with respect to safety and public convenience, it shall be the duty of the court of common pleas of the proper county upon the petition of either party to the dispute, upon a hearing to be had to define by its decree what precautions, if any, shall be taken in the laying of pipes, and by injunction to restrain their being laid in any other way than as decreed. It shall be the duty of the court to have the hearing and make its decree with all convenient speed and promptness. Either party shall have a right to appeal therefrom as in cases of equity to the Supreme Court, but the appeal shall not be a supersedeas of the decree, and proceedings shall be had in like manner upon like petition when and as often as any dispute arises as to pipes already laid to define the duty of such corporations as to their relaying, repair, amendment or improvement.

Section 13, Act May 29, 1885, P. L. 29.

Section 15. Companies incorporated under this chapter and not referred to or included in the next succeeding section hereof, shall not enter upon nor lay down their pipes or conduits on any street or highway of any borough or city of this Commonwealth, without the assent of the councils of such borough or city by ordinance, duly passed and approved.

Section 13, Act of May 29, 1885, P. L. 29.

See Section 1403.

Section 16. Any association of persons or corporations heretofore engaged in the business of transporting or dealing in natural gas for any purpose, whether under color of a charter or letters patent of the Commonwealth, and whether authorized by said charter or letters patent so to do or not, and any corporation by its charter authorized to furnish heat from gas, upon accepting the provisions of this article by writing under seal of the company, filed in the office of the Secretary of the Commonwealth, and filing therewith its letters patent or charter (which shall be a surrender and acceptance thereof) shall thereupon be a body corporate hereunder, and be entitled to, and possessed of, all the privileges, immunities, franchises and powers conferred by this chapter upon corporations to be created under the same, and all property rights, easements and privileges belonging to said associations and corporations, theretofore acquired by gift, grant, conveyance, municipal ordinance, or assignment, upon such acceptance as aforesaid, shall be and hereby is ratified, ap-

proved, confirmed and assured unto such acceptors and corporations with like effect, and to all intents and purposes as if the same had been originally acquired by and under the authority of this act; and such company or corporation shall thereafter be governed solely by the provisions of this chapter. And the Governor shall forthwith issue to the said acceptors letters patent under this act, under the same name as the company bore which surrendered its charter or letters patent: Provided, That this section shall only apply to associations or corporations actually engaged in the transportation and supply of natural gas, or the supply of heat from the same, at and prior to the passage of this act: And provided further, That such corporations surrendering their charters and accepting the provisions of this article shall with such acceptance, and as a part thereof, state in writing the place or places where it is presently intended to mine for and produce or receive natural gas, and the place or places to which it is to be presently supplied, the general route of its pipe lines, the term for which the corporation is to exist, the amount of its capital stock and the number and par value of its shares.

Section 14, Act of May 29, 1885, P. L. 29.

Any such association shall, upon filing its written acceptance, become and be entitled to a credit from the Commonwealth to the amount of any bonus previously paid.

Section 15, Act of May 29, 1885, P. L. 29.

Section 17. This chapter shall not be so construed as to permit any corporation, accepting its provisions under and by virtue of section sixteen of this article, to enter into any city or borough, without the assent of councils, except where the corporation, so accepting under section sixteen, had, to some extent prior to the twenty-ninth day of May, one thousand eight hundred and eighty-five begun supplying natural gas within such city or borough, or had laid pipes for such purpose therein.

Section 16, Act of May 29, 1885, P. L. 29.

Section 18. Any two or more companies existing under this article may, with the consent of a majority of the stockholders in value in each, consolidate with each other into one corporation under such name as may be agreed upon, filing a certificate to such effect in the office of the Secretary of the Commonwealth, and, thereupon such consolidated company shall have, possess and enjoy all the rights, powers, privileges, property, immunities and franchises which were of each said companies: Provided, That before any such consolidation shall take place the reasons therefor shall be submitted in writ-

ing to the Governor of the Commonwealth, and the same shall be approved by him before the consolidation shall be consummated. Notice of the proposed consolidation, and the submission of the reasons therefor to the Governor, shall be given by publication in a newspaper of general circulation printed in the county where the general offices of the companies proposing to consolidate are situate. No consolidation shall be valid unless made in the manner prescribed herein, and consolidations except as herein provided, are hereby declared to be void, and any such shall work a forfeiture of the franchises of the offending companies as well as the stock and property in the same of the stockholders consenting to such attempted consolidation to the Commonwealth.

Section 17, Act of May 29, 1885, P. L. 29.

Section 19. If any person shall wilfully and maliciously break, injure and destroy any of the pipes, conduits or other works, or machinery of any natural gas company, or shall wilfully and maliciously interfere with said pipes, conduits or works so as to interrupt the business of any such company, such person or persons shall be guilty of a misdemeanor, and, upon conviction, shall be sentenced to pay a fine not exceeding two hundred dollars, or suffer an imprisonment not exceeding one year, or both or either in the discretion of the court.

Section 18, Act of May 29, 1885, P. L. 29. See Section 892.

Section 20. Corporations authorized and formed under this article shall pay into the State treasury for the use of the Commonwealth such taxes as now are or hereafter may be imposed upon corporations, under the general corporation or revenue laws of this Commonwealth.

Section 19, Act of May 29, 1885, P. L. 29.

Section 21. Whenever any well shall have been put down on lands of any company authorized by this article for the purpose of exploring for, or producing gas, upon abandoning or ceasing to operate the same the company shall, before drawing the casing, fill up the well with sand or rock sediment to the depth of at least twenty feet above the gas bearing rock, and drive a round, seasoned wooden plug at least two feet in length, equal in diameter to the diameter of the well below the casing, to a point at least five feet below the bottom of the casing, and immediately after the drawing of the casing shall drive a round wooden plug into the well at the point just below where the lower end of the casing shall have rested, which plug shall be at least three feet in length tapering in form, and to be of the same diameter at the distance of eighteen inches from the smaller end of the diameter of the well below the point at which

it is to be driven. After the plug has been properly driven there shall be filled in on top of the same sand or rock sediment to the depth of at least five feet.

Section 20, Act of May 29, 1885, P. L. 29.
See Act of May 26, 1891, P. L. 123.

Any company which shall violate the provisions of this section shall be liable to a penalty of two hundred dollars to be recovered as debts of like amount are by law recoverable.

Section 21, Act of May 29, 1885, P. L. 29.

Section 22. Whenever any company shall neglect or refuse to comply with the provisions of this article with regard to plugging wells, any owner of lands adjacent, or in the neighborhood of such unplugged well, may enter and take possession of said abandoned well and plug the same as provided by this article at the expense of the company whose duty it may have been to plug the same.

Section 22, Act of May 29, 1885, P. L. 29.

Section 23. No natural gas company shall enter upon or occupy, in any manner whatever, any street or highway within any township of the first class of this Commonwealth, without first making application, in writing, to the proper authorities of such township of the first class, and obtaining its consent or permission, which shall be given by ordinance only, and upon such conditions, stipulations, and regulations as the municipal authorities may deem proper.

Act of June 6, 1907, P. L. 417.

(COMP.)

CHAPTER XX.

ARTICLE I.

PIPE LINE COMPANIES.

Section 1. Companies may be organized under this chapter, to transport, store, insure and ship petroleum, and for that purpose to lay down, construct and maintain pipes, tubing tanks, offices and

such other machinery, devices, or arrangements as may be necessary to fully carry out that right; and also with the right to enter upon, take and occupy such land and other property as may be requisite for the purposes of such corporations.

Section 1, Act June 2, 1883, P. L. 61, amending Par. 18, Part 2, of Section 2, Act April 29, 1874, P. L. 73.

Section 2. All companies incorporated or hereafter to be incorporated under the provisions of this article, for the purpose of the transportation and storage of oil, by means of pipe lines and tanks, for the public, shall have the power to take, hold, purchase and transfer such real and personal property as the purposes of the corporation may require, not exceeding the amount limited by its charter, together with the right to appropriate and take lands, easements and rights of way for locating and constructing steam pumps, tanks, pump houses, and offices, and laying down its pipes or tubes, connections and branches, from any point or points in any of the counties in which petroleum is produced to any railroad, canal, navigable river, port or city within this Commonwealth, and for all necessary purposes of the corporation, including right to cross railroads, and the right to appropriate a right of way and locate its pipes or tubes, upon and over, under and across any lands, waters, streams, rivulets, roads, turnpike roads, canal or other public highway, not however, passing through any burying ground or place of public worship, or any warehouse, mill, manufactory, store or dwelling house without the consent of the owner or owners thereof being first had and obtained. When said pipe line is located through, over, under or upon the streets, lanes, alleys or highways within the corporate limits of any city or borough, the consent of the municipal authorities to said location shall be first had and obtained, which consent said municipal authorities are hereby empowered to give upon terms to be agreed upon by said city or borough authorities, and said corporation. In case said pipes cross any railroad or canal the same shall be located under or above the same, so however, as not to interfere with the use of the same. Corporations organized under this chapter shall not take a fee in any lands acquired under any of its provisions, except such as are acquired by actual purchase, and that upon the abandonment for the purposes of transporting oil, any lands taken by any company organized under the act to which this is a supplement and its supplements, said lands so taken, otherwise than by actual purchase, shall revert to the original owners or their successors. Any pipe line, so laying its pipes under the provisions of this act, in occupying any lands cleared and used for agricultural purposes, shall bury the same at least twenty-four inches below the surface, and if any line of pipe shall be laid over or through any waste or woodland,

which shall afterwards be changed from waste or woodland to farming land, then it shall be the duty of the pipe line company to immediately bury the pipe, to the depth of at least twenty-four inches as aforesaid: Provided, That all pipe lines shall be laid above the flood lines, or beneath the bed, in crossing creeks and rivulets: And provided further, That any company laying a pipe line under the provisions of this article shall be liable for all damages occasioned by leakage, breaking of pipes or tanks: Provided, further, That all tanks erected for the storage or transportation of oil, shall be protected and surrounded by ditches and embankments, so that in case said tanks should break or be broken, the oil stored cannot damage adjoining property.-

Section 2, Act June 2, 1883, P. L. 61.

Section 3. In all cases, when under the provisions of this article, said corporation is permitted to take lands or property for the public purposes of said corporation, or to acquire a right of way easement for the purpose of locating its pipes or branches over, upon, under or across any lands, streams, rivulets, roads, turnpike roads, railroads, canals or other highways, and the said corporation cannot agree with the owner or owners of any such lands, road, turnpike road, railroad, canal or other highway or franchise, for the compensation proper for the damage done, or likely to be done to or sustained by any such owner or owners of said waters, streams, land, road, turnpike road, railroad, land or other highways, which such corporation may enter upon, use in pursuance of the authority herein given, or by reason of the absence or legal incapacity of any such owner or owners, no such compensation can be agreed upon, the court of common pleas of the proper county, on application thereto by petition either by said corporation or the owner or owners, or any one in behalf of either, shall appoint seven discreet and disinterested freeholders, residents of the proper county, and appoint a time, not less than twenty, nor more than thirty days thereafter for said viewers to meet at or upon the premises, where the damages are alleged to be sustained or the property taken, of which time and place ten days' notice shall be given by the petitioner to the said viewers and the other party, and the said viewers, or any five of them, having been first duly sworn or affirmed, faithfully, justly and impartially to decide and true report to make concerning all matters and things to be submitted to them, and in relation to which they are authorized to inquire in pursuance of the provisions of this article, and, having viewed the premises, they shall estimate and determine the quantity, quality and value of said lands, streams, property, easement, franchise or rights of way so taken, and shall award to the owner or

owners thereof just compensation for the property taken, injured or destroyed by the construction or enlargement of such pipe lines, works and improvements; which compensation shall be paid or secured as hereinafter provided, before such taking, injury or destruction.

Section 3, Act of June 2, 1883, P. L. 61.

Section 4. For any subsequent injury, taking or destruction of property, the owner or owners of the property taken, injured or destroyed, shall have the right to recover full compensation for such taking, injury or destruction, and an action for any subsequent injury or taking, or destruction of property may be brought within the county in which the damages are sustained, and the summons may be directed to the sheriff of the county in which the corporation defendant may have its principal place of business, and service may be made upon the president, secretary or other officer in charge of said principal office, to have the same effect as if the said corporation defendant was resident within the proper county, and make report thereof to the said court; and if any damages be awarded, and the report be confirmed by the said court, judgment shall be entered thereon; and if the amount thereof be not paid within thirty days after the entry of such judgment, execution may then issue thereon, as in other cases of debt, for the sum so awarded; and the costs and expenses incurred, shall be defrayed by the corporation; and each of said viewers shall be entitled to two dollars and fifty cents per day, for each day necessarily employed in the performance of the duties herein prescribed, to be paid by such corporation.

Section 3, Act of June 2, 1883, P. L. 61.

Section 5. In all cases when the parties cannot agree upon the amount of damages claimed, or by reason of the absence or legal incapacity of such owner or owners no such agreement can be made, either for lands, streams, waters, water rights, franchises, rights of way, the corporations shall tender a bond, with at least two sufficient sureties, to the parties claiming or entitled to any damages, or to the attorney or agent of any person absent, or to the guardian or committee of any one under legal incapacity, the condition of which shall be that the said corporation will pay such amount of damages as the party shall be entitled to receive, after the same shall have been agreed upon by the parties, or assessed in the manner provided for by this act.

Section 3, Act June 2, 1883, P. L. 61.

Section 6. In case the party or parties claiming damages refuse, or do not accept the bond tendered, the said corporation shall give

the party a written notice of the time when the same will be presented for filing in court, and thereafter the said corporation may present said bonds to the court of common pleas of the county where the lands, streams, waters, rivulets, roads, railroads, turnpike roads, canals or other highways are; and if the sureties and the amount of the bond be approved, the bond shall be filed in said court for the benefit of those interested, and recovery may be had thereupon for the amount of damages assessed, if the same be not paid or cannot be made by execution on the judgment in the issue formed to try the question. The viewers provided for in this section may be appointed before or after the entry for constructing said work, and after the filing of the bond hereinbefore provided for, and upon the report of the said viewers, or any three of them, being filed in said court, either party, within thirty days thereafter, may file his, her or their appeal from said report to said court; after such appeal either party may put the cause at issue in the form directed by said court, and the same shall be tried by said court and a jury, and after final judgment either party may have a writ of error thereto from the supreme court in the manner prescribed in other cases; the said court shall have power to order what notices shall be given of the proceedings, and may make all such orders connected with the same, as may be deemed requisite; if any exceptions be filed with the appeals to the proceedings, the same shall be speedily disposed of and if allowed, a new view shall be ordered; and if disallowed, the appeal shall proceed as before provided: Provided further, That when the term "owner" is used in this chapter or in this act in reference to an effort to agree with, or to the tender of a bond to, or service of notice upon the owner of roads, railroads, turnpike roads, canals or other highways, the same shall be taken to mean the officers in charge of said road, railroad, turnpike road, canal or other public highways, on whom service of process could be made in any action at law or in equity: Provided, That all companies, organized under this article, shall have their terminus in Pennsylvania.

Sec. 3, Act June 2, 1883, P. L. 61.

(COMP.)

CHAPTER XXI.

ARTICLE I.

REAL ESTATE AND SAFE DEPOSIT COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the purchase and sale of real estate, or for holding, leasing and selling real estate or for transacting the business of a safe deposit company.

Section 1, Act of April 29, 1874, P. L. 73, and the Act of June 25, 1895, P. L. 295, amending Section 2, Act of April 29, 1874.

Section 2. The said corporations shall have the right to purchase, take, hold and enjoy real estate, in fee simple, on lease or upon ground rent, as well that already purchased or acquired as that hereafter purchased or acquired, to improve, lease, mortgage and sell the same in such parts and parcels, and on such terms as to time of payment as they may determine, and to convey the same to the purchaser, in fee simple or for any less estate, or upon ground rents and in like manner to mortgage, sell, convey, or extinguish any ground rent reserved out of any real estate so sold, and may maintain or erect and maintain walls or banks of stone, earth or other materials for the protection of meadow or low lying lands from the encroachments of water. The quantity of real estate held at any one time by any such corporation in cities or boroughs shall not exceed five hundred acres, and outside thereof shall not exceed ten thousand acres, but any number of acres desired may be protected from encroachment by water.

Section 9, Act of April 17, 1876, P. L. 30, amending Section 35, Act of April 29, 1874.

Section 3. Safe deposit companies shall have power to receive upon deposit for safe keeping, jewelry, plate, stocks, bonds, notes and valuable property of every kind, upon terms to be prescribed by the by-laws of such corporation, which by-laws shall at all times be posted up in the place or places of business of such corporations.

Section 9, Act of April 17, 1876, P. L. 30, amending Section 35, Act of April 29, 1874.

CHAPTER XXII.

ARTICLE I.

REFRIGERATING COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the supply of ice to the public, and the establishment of a system of refrigeration by which the public may obtain materials for refrigerating purposes through pipes or conduits from central stations.

Section 1, Act of June 24, 1895, P. L. 253.

Section 2. Any company incorporated under the provisions of this chapter for the purpose of establishing a system of refrigeration in the city, borough or district in which it may be located, shall have authority to establish such system of refrigeration, and supply materials through pipes or conduits from central stations for refrigerating purposes to such persons, partnerships and corporations residing therein and adjacent thereto as may desire the same, at such price or prices as may be agreed upon; and also to make, erect, and maintain therein the necessary buildings, machinery and apparatus for manufacturing such material and distributing the same, with the right to enter upon any public street, lane, alley or highway for the purpose of laying down, maintaining and using pipes and conduits necessary therefor, and altering, inspecting, and repairing the same, doing as little damage to said streets, lanes, alleys, and highways, and obstructing the free use thereof as little as possible. No such system for the supply of ice to the public, or of refrigeration, shall be established or constructed within the limits of any city, borough or district without the consent of the proper municipal or borough authorities, and subject to their regulations.

Act of April 25, 1903, P. L. 303, amending Section 2, Act June 24, 1895, P. L. 253.

(COMP.)

CHAPTER XXIII.

ARTICLE I.

SEWER COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the construction and maintenance of sewers, culverts, conduits and pipes, with all necessary inlets and appliances for surface, and under-surface, and sewage drainage for the health, comfort and convenience of inhabitants, and sanitary improvements in cities, boroughs and townships of the Commonwealth, and for this purpose to enter upon and occupy any public highway with the consent of the local authorities.

Section 1, Act of April 29, 1874, P. L. 73, and Section 1, Act of June 10, 1893, P. L. 435.

(COMP.)

CHAPTER XXIV.

ARTICLE I.

SHIP BUILDING COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the building of ships, vessels or boats, and the carriage of persons and property thereon.

Sections 1 and 2, Act of April 29, 1874, P. L. 73.

Section 2. Any corporation so organized for the building of ships, vessels and boats, and carriage of persons and property thereon, may increase its capital stock to any necessary amount which said

capital may be divided into shares of not more than one hundred dollars each, and all subscriptions to the capital stock of such corporation shall be paid in such instalments and at such times as the directors may require.

Section 1, Act of April 17, 1889, P. L. 37.

Section 3. Any such corporation so increasing its capital stock may take such real and personal estate, mineral rights, patent rights and other property, as is necessary for the purposes of its organization and business, in payment for subscriptions to stock so issued, and the stock so issued after payment made of the full value thereof, shall be declared and be full paid stock, not liable to any further calls or assessments, and the holders of stock so full paid shall not be liable in their individual capacity for any of the debts of the corporation, except for debts due to laborers, mechanics or clerks for services rendered while in the employ of the corporation, and in that case for no period exceeding six months.

Section 2, Act of April 17, 1889, P. L. 37.

(COMP.)

CHAPTER XXV.

ARTICLE I.

STEAM HEAT COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the supply of light, heat or power to the public by any other means than by means of gas or electricity.

Section 1, Act of April 29, 1874, P. L. 73, and Section 1, Act of May 8, 1889, P. L. 136, amending Section 2, Act of April 29, 1874, P. L. 73.

(COMP.)

CHAPTER XXVI.

ARTICLE I.

TRACTION MOTOR COMPANIES.

Section 1. In addition to the corporations for profit of the second class, authorized to be created by the second section of an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, one thousand eight hundred and seventy-four, corporations may be created for the construction and operation of motors and cables, and the necessary apparatus and mechanical fixtures for applying and operating the same, and said corporations may, in the manner provided in said act, increase their capital stock to an amount not exceeding the amount authorized therein for mining and manufacturing companies, and such corporation shall have the power to enter upon any street in which a passenger railway now is or hereafter may be constructed, with the consent of said passenger railway, and may construct, maintain and operate thereon such motors, cables and necessary and convenient apparatus and mechanical fixtures, as will provide for the traction of the cars of said railway company: Provided, That in such construction it shall be subject to such reasonable regulations for the protection and convenience of public travel on said streets, as shall be ordained by the councils of the borough, town or city in which the same may be located; said corporation shall also have power to receive and hold such real estate as may be necessary for its purposes, and such personal estate as may be acquired by it in the prosecution of its business, and to enter into contracts with passenger railway companies to construct, maintain and operate motors, cables and other appliances necessary for the traction of their cars, and to demand and receive as security therefor, mortgages by said companies of their railways and franchises, which mortgages the latter are hereby authorized to execute and deliver.

Section 6, Act of June 13, 1883, P. L. 122.

CHAPTER XXVI.

ARTICLE II.

MOTOR POWER COMPANIES.

Section 1. Corporations may be formed, in the manner hereinafter mentioned, by the voluntary association of five or more persons, for the construction and operation of motors and cables, or other machinery for supplying motive power to passenger railways, and the necessary apparatus for applying the same; and such corporations shall have the power to enter upon any street upon which a passenger railway now is, or may hereafter be constructed, with the consent of said passenger railway company, and make, construct, maintain and operate, thereon such motors, cables, electrical or other appliances, and the necessary and convenient apparatus and mechanical fixtures, as will provide for the traction of the cars of such passenger railway; and to enter into contracts with passenger railway companies to construct and operate motors, cables or other appliances necessary for the traction of their cars: Provided, Any such construction and operation shall be subject to such reasonable regulations, for the protection of public travel on any street so occupied, as shall be required by any borough, town or city, in which the same may be located, by ordinance duly enacted: And provided further, That no company which may be hereafter incorporated under this article, shall enter upon any street for the purpose of constructing thereon or therein any such motors, cables or other appliances, until after the consent to such entry of the councils of the borough, town or city, in which said street may be located, shall have been obtained; and that no company heretofore incorporated shall be permitted to avail itself of the provisions of the ninth section of this article until after it shall have filed in the office of the Secretary of the Commonwealth its stipulation, duly sealed and attested, binding it not to enter for the purpose aforesaid upon any street not theretofore occupied by it, with such motors, cables or other appliances, without such consent to such entry of the councils of the borough, town or city in which said street may be located. When so formed each of such corporations, by virtue of its existence, shall have the following powers:

First. To have perpetual succession by its corporate name, subject to the powers of the General Assembly under the Constitution of the Commonwealth.

Second. To maintain and defend judicial proceedings.

Third. To make and use a common seal, and alter the same at pleasure, and to have a capital stock not exceeding five millions of dollars, divided into shares as each of said companies may determine.

Fourth. To hold, purchase, maintain, lease, mortgage, sell and transfer real and personal property, as the purposes may require.

Fifth. To make by-laws, not inconsistent with law.

Sixth. To enter into any obligation necessary for the transaction of their business.

Seventh. To invest its funds in the purchase of shares of stock and bonds of any corporation whose works, railway, motors or other property are leased, operated or constructed by it: Provided, That the total par value of such shares of stock of other corporations thus held, shall not, at any time, be in excess of fifty per centum of the aggregate par value of the shares of its own capital stock then issued, and that the total par value of such shares and bonds of other corporations, thus held, shall not, at any time, be in excess of the par value of the shares of its own capital stock then issued.

Eighth. To lease the property and franchises of passenger railway companies, which they may desire to operate, and to operate said railways.

Section 1, Act March 22, 1887, P. L. 8.

Section 2. The charter of such intended corporation must be subscribed by five or more persons, three of whom, at least, shall be citizens of this Commonwealth, who shall certify in writing to the Governor:

First. The name of the corporation.

Second. The place or places where its business is proposed to be conducted, and the location of its general office.

Third. The term for which said corporation is to exist, which may be limited as to time, or be perpetual.

Fourth. The names and residences of the subscribers, and the number of shares subscribed by each.

Fifth. The number of its directors and the names and residences of those chosen directors for the first year.

Sixth. The amount of its capital stock, and the number and par value of shares into which divided.

Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation, printed in the proper county, for three weeks, setting forth briefly the character

and object of the corporation to be formed and the intention to make application therefor. The certificate to the Governor shall state that ten per centum of the capital stock named therein has been paid in cash to the treasurer of the intended corporation, and the name and residence of the treasurer shall be therein given; said certificate shall be acknowledged by at least three of the subscribers thereto before the recorder of deeds of the county in which its office is situated, and the subscribers shall also make and subscribe an oath or affirmation before him, to be endorsed on the certificate, that the statements contained therein are true; the certificate so endorsed, accompanied with proof of publication of notice, as heretofore provided, shall then be produced to the Governor of the Commonwealth, who shall examine the same, and, if he find it to be in proper form and within the purpose named herein, shall approve thereof and endorse his approval thereon, and direct letters patent to issue in the usual form, incorporating the subscribers and their associates and successors into a body politic and corporate, in deed and in law, by the name chosen; and the certificate shall be recorded in the office of the Secretary of the Commonwealth in a book to be kept by him for that purpose, and he shall forthwith furnish to the Auditor General an abstract therefrom, showing the name, location, amount of capital stock and name and address of the treasurer of the corporation. The original certificate, with all of its endorsements, shall then be recorded in the office for recording deeds in and for the proper county, and from thenceforth the subscribers thereto, and their associates and successors shall be a corporation for the purpose and upon the terms named in said certificate.

Section 2, Act March 22, 1887, P. L. 8.

Section 3. It shall be lawful for all corporations named in this article to borrow money to secure any indebtedness created by them, by issuing bonds, with or without coupons attached thereto, and to secure the same by a mortgage or mortgages, for the use of the bondholders, upon their property real and personal and their franchises, to an amount not exceeding the capital stock of the corporation paid in, and at a rate of interest not exceeding six per centum.

Section 3, Act March 22, 1887, P. L. 8, as amended by Act July 2, 1895, P. L. 430.

Section 4. The capital stock or indebtedness of any corporation created under this article may be increased, or its capital stock may be reduced, from time to time, by consent of the persons or bodies corporate holding the larger amount in value of the stock of such company; but such increase of capital stock or indebtedness

shall only be made for labor done or money or property actually received, and not to a greater amount than five million dollars. But every corporation created under the provisions of this article may purchase such real and personal estate, patent rights and other property as is necessary for the purposes of its organization and business, and issue stock therefor and the stock so issued shall be declared and taken to be full paid stock and not liable to any further call or assessments, and in the charter and certificates and statements to be made by the subscribers and officers of the corporation, such stock shall not be stated or certified as having been issued for cash paid into the company, but it shall be stated or certified in this respect according to the fact: Provided, That the total issue of capital stock of any one corporation, including the increase above permitted, shall not exceed five million dollars.

Section 4, Act March 22, 1887, P. L. 8.

See Section 243.

Section 5. Any corporation, formed hereunder, desirous of increasing its capital stock or indebtedness, as provided by this act, shall by a resolution of its board of directors, call a meeting of its stockholders therefor, which meeting shall be held at its chief office or place of business in this Commonwealth, and notice of the time, place and object of the meeting shall be published once a week for sixty days prior to such meeting, in at least one newspaper published in the county, city or borough wherein such office or place of business is situate.

Section 5, Act March 22, 1887, P. L. 8.

Section 6. At a meeting thus called, an election of the stockholders of the corporation shall be taken, for or against, the proposed increase, which shall be conducted by three judges, who shall be stockholders of the corporation, appointed by the board of directors to hold the election; and if one or more of the judges be absent, the judge or judges present shall appoint a judge or judges who shall act in the place of the judge or judges absent, and who shall respectively take and subscribe an oath or affirmation, before an officer authorized by law to administer oaths, well and truly and according to law to conduct the election to the best of their ability; and the judges shall decide upon the qualification of voters, and when the election is closed count the number of shares voted for and against such increase, and declare whether the persons or bodies corporate holding the larger amount of the stock of the corporation have consented to the increase or refused to consent thereto, and shall make out duplicate returns of the election, stating the num-

ber of shares of stock that voted for the increase and the number that voted against the same, and subscribe and deliver the same to one of the chief officers of the company.

Section 6, Act March 22, 1887, P. L. 8.

Section 7. Each ballot shall have endorsed thereon the number of shares thereby represented, and be signed by the holder thereof, or by the person holding a proxy therefor, but no share or shares transferred within sixty days shall be entitled to a vote at such election or meeting, nor shall any proxy be received nor entitle the holder to vote, unless the same shall bear date and have been executed within three months next preceding the election or meeting; and it shall be the duty of the corporation to furnish the judges of such meeting with a statement of the amount of its capital stock, with the names of persons or bodies corporate holding the same, and the number of shares by each respectively held, which statement shall be signed by one of the chief officers of the corporation, with an affidavit thereto annexed that the same is true and correct to the best of his knowledge and belief.

Section 7, Act March 22, 1887, P. L. 8.

Section 8. It shall be the duty of such corporation if consent is given to such increase, to file in the office of the Secretary of the Commonwealth, within thirty days after the election or meeting, one of the copies of the return of such election, with a copy of the resolution and notice calling same thereto annexed; and upon the increase of the capital stock or indebtedness of the corporation, made pursuant thereto, it shall be the duty of the president or treasurer of such corporation, within thirty days thereafter, to make a return to the Secretary of the Commonwealth, under oath, of the amount of the increase and terms of the same, that is to say:—the terms on which the additional stock is issued; and in case of neglect or omission so to do the corporation shall be subject to a penalty of one thousand dollars, which penalty shall be collected on an account settled by the Auditor General and State Treasurer as accounts for taxes due the Commonwealth are settled and collected; and the Secretary of the Commonwealth shall cause such returns to be recorded in a book kept for that purpose, and furnish a certified copy of the same to the Auditor General; and the corporation shall have the right to recover the same from the officer neglecting or omitting to file the return hereinbefore required.

Section 8, Act March 22, 1887, P. L. 8.

Section 9. Any company heretofore incorporated for the purposes named in this act, upon accepting the provisions of this act in writing, under the seal of the corporation, filed in the office of the Secretary of the Commonwealth, together with a surrender of its letters patent or charter, which shall be filed with said certificate, shall thereupon become and be a body corporate hereunder, and shall be entitled to and possessed of all the privileges, franchises and powers conferred by this act upon corporations to be created under this article, and all the properties, rights and privileges belonging to such corporation, theretofore acquired by gift, grant, conveyance, municipal ordinance, assignment or otherwise, upon said surrender shall be and are hereby ratified, approved, confirmed and assured to such corporation, with like effect and to all intents and purposes as if the same had been originally acquired by and under authority of this article; and such corporation shall thereafter be governed solely by the provisions of this article; and the Governor shall forthwith cause new letters patent, under this article, to issue to such corporation under the same name as the company had in the charter under which it was originally incorporated: Provided, That nothing herein contained shall be construed as a release of any restrictions, now existing, upon any passenger railway company as to the amount of fare which it is entitled to charge, nor shall this act in any wise affect pending legislation: And provided further, That any company thus becoming a body corporate, in the way above provided, shall be subject to all the contracts, duties and obligations theretofore resting upon the company whose charter is thus surrendered, or to which said company shall be in any way liable.

Section 9, Act March 22, 1887, P. L. 8.

Section 10. All corporations organized hereunder, or which may hereafter accept the benefits of this article, shall be liable to pay to the Commonwealth, upon every issue of capital stock, and upon every increase thereof, the same bonus required to be paid by corporations organized under "the corporation act of one thousand eight hundred and seventy-four," which bonus shall be paid at the times and in the instalments by that act prescribed. Corporations heretofore organized which shall avail themselves of the provisions of this act, shall be credited with the amount of any such bonus by them severally theretofore paid.

Section 10, Act March 22, 1887, P. L. 8.

Section 11. Any traction or motor power company heretofore or hereafter incorporated under the laws of this Commonwealth is hereby authorized to sell or to lease its property and franchises, as well those owned as those leased, operated or controlled by it, includ-

ing so much of any line or lines of passenger railways owned, leased or controlled by it as is located upon street or streets, to any other traction or motor power company, incorporated under the laws of this Commonwealth, upon such terms as may be agreed upon. Such traction or motor power company may also enter into contracts with other traction or motor power companies incorporated under the laws of this Commonwealth for the operation of lines of railway and property owned, leased, operated or controlled by it. Nothing herein contained shall be construed to authorize any traction or motor power company to acquire, lease or operate so much of the line of any other motor power company as occupies any township, borough or county road.

Act May 15, 1895, Section 1, P. L. 64.

Section 12. It shall be lawful for any traction or motor power company, or street passenger railway company, owning, leasing, controlling or operating different lines of street railways of different companies, to operate as a general system so much of said different lines as occupy streets, and from time to time to lay out such new routes or circuits over the whole or any part of such street or streets occupied by the tracks of the different companies which it thus owns, leases, controls, or operates, and upon such routes or circuits to run cars for such distances, and in such directions, as will in the opinion of the operating company best accommodate public travel. Nothing in this chapter contained shall be construed to give any traction or motor power company, or street passenger railway company, any authority to run its cars upon the tracks of any street passenger railway company not owned, leased, controlled or operated by it without the consent of such company, or the consent of the traction or motor power company owning, leasing, controlling or operating such company. Such consent by any traction or motor power company leasing, controlling or operating such street passenger railway company shall not be given for any longer term than is covered by the agreement for such lease, control, or operation.

Act May 15, 1895, Section 1, P. L. 65.

Section 13. Any street passenger railway company, whose line or lines are not on township or country roads, is hereby authorized to sell or to lease its property and franchises to any traction or motor power company incorporated under the laws of this Commonwealth, not operating a line or lines of railway on township or country roads, upon such terms as shall be agreed upon. Any such railway company may also contract with any such traction or motor power company or companies for the construction upon and along its line of railway, and that of any companies operated

or controlled by it, whose line or lines are not on township or country roads, of motors, cables, electric or other apparatus and appliances, and for the payment of the price thereof by bonds to such extent as may not exceed its issued full paid capital stock, secured, if it shall be deemed advisable, by mortgages of its franchises and property. Contracts may also be entered into between such companies for the operation of the lines of railway of such railway companies by such traction or motor power companies as operators, lessees or otherwise, by means of cables, electric and other appliances and fixtures, and also by means of any motive power which may lawfully be used upon the line owned, leased or operated by said railway company. Nothing herein contained shall be construed as permitting the propulsion of cars along the line of any street passenger railway by means of steam. No traction or motor power company shall enter upon any of the streets or highways of any city or borough for the construction thereon of any of the appliances or fixtures necessary to operate any street passenger railway company by cables, electricity or mechanical device or power, until after the consent of the municipal or local authorities shall be given to an entry upon such streets or highways for the purpose of such construction.

Act May 15, 1895, Section 1, P. L. 63.

Section 14. It shall be lawful for any motor power company, now or hereafter organized under any act of Assembly authorizing the formation of such corporations, to merge and consolidate its corporate rights, franchises, powers and privileges with and into those of any street railway company, now or hereafter organized under any act of Assembly of this Commonwealth, so that, by virtue of sections fourteen to eighteen inclusive of this article, such corporations may consolidate, and so that all the property, rights, franchises and privileges, then by law vested in either of such corporations so merged, shall be transferred to and vested in the corporation into which such merger shall be made.

Section 1, Act of June 15, 1911, P. L. 963.

Section 15. Said merger or consolidation shall be made under the conditions, provisions, and restrictions, and with the powers, herein set forth; namely,—

I. The directors of each corporation may enter into a joint agreement, under the corporate seal of each corporation, for the merger and consolidation of said corporations: prescribing the terms and conditions thereof, the mode of carrying the same into effect, the name of the new corporation, the number and names of the directors and other officers thereof, and who shall be the first directors and officers and their places of residence, the number of shares of

the capital stock, the amount of par value of each share, and the manner of converting the capital stock of each of said corporations into the stock of the new corporation, and how and when directors and officers shall be chosen, with such other details as they shall deem necessary to perfect the said consolidation and merger, but said agreement shall not be effective unless the same shall be approved by the stockholders of said corporation in the manner hereinafter provided.

II. Said agreement shall be submitted to the stockholders of each of said corporations at separate special meetings, of the time, place, and object of which respective meetings due notice shall be given by publication, once a week for two successive weeks before said respective meetings, in at least one newspaper in the county, or each of the counties, in which the principal offices of said respective corporations shall be situate; and at said meetings the said agreement of the directors shall be considered, and a vote of the stockholders, in person or by proxy, shall be taken by ballot, for the adoption or rejection of the same—each share of stock entitling the holder thereof to one vote; and if a majority in amount of the entire capital stock of each of said corporation shall vote in favor of said agreement, merger, and consolidation, then that fact shall be certified by the secretary of each corporation, under the seal thereof; and said certificate, together with the said agreement, or a copy thereof, shall be filed in the office of the Secretary of the Commonwealth, whereupon the said agreement shall be deemed and taken to be the act of consolidation of said corporation.

Section 2, Act of June 15, 1911, P. L. 963.

Section 16. Upon the filing of said certificates and agreement, or copy of agreement, in the office of the Secretary of the Commonwealth, the said merger shall be deemed to have taken place, and the said corporations to be one corporation, under the name adopted in and by said agreement, possessing all the rights, privileges, and franchises theretofore vested in each of them; and all the estate and property, real and personal, and all the rights of action, of each of said corporations, shall be deemed and taken to be transferred to and vested in said new corporation without any further act or deed:

Provided, That all rights of creditors and all liens upon the property of each of said corporations shall continue unimpaired; and all debts, duties and liabilities of each of said constituent corporations shall thenceforth attach to the said new corporation, and may be enforced against it to the same extent and by the same process as if said debts, duties, and liabilities had been contracted by it. But such merger and consolidation shall not be complete, and no such consolidated corporation shall do any business of any kind, until

it shall have first obtained from the Governor of the Commonwealth new letters patent, and shall have paid to the State Treasurer a bonus of one-third of one per centum on all its corporate stock in excess of the amount of capital stock of the several corporations so consolidating, upon which the bonus required by law had been theretofore paid.

And provided further, That new letters patent of such consolidated corporation shall not be issued by the Governor of the Commonwealth until each and every corporation entering and forming the consolidated corporation shall have filed with the Secretary of the Commonwealth a certificate from the Auditor General of the Commonwealth, setting forth that all reports required by the Auditor General of the Commonwealth have been duly filed, and that all taxes due the Commonwealth of Pennsylvania have been paid.

Section 3, Act of June 15, 1911, P. L. 963.

Section 17. A certified copy of said certificate and agreement, or copy of agreement, so to be filed in the office of the Secretary of the Commonwealth, shall be evidence of the lawful holding and action of such meetings and of the merger and consolidation of said corporations.

Section 4, Act of June 15, 1911, P. L. 963.

Section 18. If any stockholder or stockholders of any corporation, which shall become a party to an agreement of merger, and consolidation hereunder, shall be dissatisfied with or object to such consolidation, and shall not have voted in favor of the same at the stockholder's meeting, it shall and may be lawful for any such stockholder or stockholders, within thirty days after the adoption of said agreement of merger and consolidation by the stockholders as herein provided, and upon reasonable notice to said corporation, to apply by petition to the court of common pleas of the county in which the chief office of such corporation may be situate, or to a judge of said court in vacation, to appoint an assessor or assessors to appraise the value of the share or shares of said dissatisfied and objecting stockholder or stockholders in the said corporation, which appraisal, when made, and confirmed by said court, shall be final and conclusive; and the said corporation shall thereupon pay to the said stockholder or stockholders the value of the stock so ascertained, and, upon the payment of the value of the stock as aforesaid, the said stockholder or stockholders shall transfer the stock so held by them to the said corporation; and, in case the value of said stock as aforesaid shall not be so paid within thirty days after the said award shall have been made, and confirmed by said court, the said award and assessment, so found and confirmed, shall be filed in the

office of the prothonotary of said court as a judgment against said corporation, and may be collected as other judgments in said court are by law recoverable.

Section 5, Act of June 15, 1911, P. L. 963.

(COMP.)

CHAPTER XXVI.

ARTICLE III.

STREET RAILWAY COMPANIES.

Section 1. Any number of persons, not less than five, may form a company for the purpose of constructing, maintaining and operating a street railway for public use in the conveyance of passengers, by any power other than locomotive, on any street or highway, now laid out or to be laid out, and upon which no track is laid or authorized to be laid, under any existing charter, with the privilege of occupying so much of any street, highway or bridge, so occupied or authorized to be occupied, as is hereinafter provided. For the purpose of such formation said persons may make and sign articles of association, in which shall be stated the name of the company, the number of years the said company is to continue; the length of such road, as near as maybe; the streets, highways, and bridges upon which such railway is to be laid and constructed; showing also the circuit of the route, the amount of the capital stock of the company, which shall not be less than six thousand dollars to every mile of road proposed to be constructed, and the number of shares of which said capital stock is to consist, and the names and places of residence of a president and not less than four nor more than twelve directors of the company, who shall manage its affairs until the first annual meeting thereafter and until others are chosen in their places; each subscriber to such articles of association shall subscribe thereto his name, place of residence, and the number of shares of stock he agrees to take in said company. On compliance with the provisions of the second section of this article, such articles of association shall be acknowledged by at least three of the directors, before some officer competent to take acknowledgements of deeds, and may be filed in

the office of the Secretary of the Commonwealth, who shall endorse thereon the day on which they were filed, and record the same in a book to be provided by him for that purpose; whereupon the Governor shall issue his letters patent, creating the persons who have so subscribed such articles of association, and all persons who shall become stockholders in such company, a corporation by the name specified therein, and shall possess the powers and privileges following, namely:

First. To have succession by its corporate name for the period limited in its articles of association.

Second. To sue and be sued, complain and defend, in any court of law or equity.

Third. To make and use a common seal, and alter the same at pleasure.

Fourth. To take, hold, purchase, operate, lease, and convey such real and personal property, estate and franchises, as the purposes of the corporation shall require.

Fifth. To appoint such officers and agents as the business of the corporation shall require, and to allow them a suitable compensation.

Sixth. To make by-laws, not inconsistent with the Constitution or any existing laws, for the management of its property and regulation of its affairs, and for the transfer of its stock.

Seventh. To sell or lease their road and franchises, or parts thereof, to traction or motor power companies, or to other passenger railway companies, or to acquire the roads, property and franchises of other passenger railway companies by lease or purchase. Notice of the intention to apply for any such charter shall be inserted in two newspapers of general circulation, printed in the county or counties within which the route of the proposed company lies, once a week for three weeks, setting forth the character and route of the corporation to be formed, and the intention to make application therefor.

Section 1, Act May 3, 1905, P. L. 368, amending Section 1, Act June 7, 1901, P. L. 514, which amended Section 1, Act May 14, 1889, P. L. 211.

Section 2. Such articles of association shall not be filed and recorded in the office of the Secretary of the Commonwealth, and letters patent issued thereon, until at least two thousand dollars of stock, for every mile of railroad proposed to be made, shall have been subscribed thereto, and ten per centum paid thereon in good faith and in cash to the directors named in said articles of association; nor until there is endorsed or annexed thereto an affidavit made by at least three of the directors named in said articles, that the amount of stock required by this section has been in good faith

subscribed, and ten per centum paid in cash thereon, as aforesaid, and that it is intended in good faith to construct and to maintain and operate the road mentioned in such articles of association, which affidavit shall be recorded with the articles of association, as aforesaid; nor until, and unless, there be filed with the same a duly certified copy of an ordinance, or ordinances, of all the cities, boroughs, and townships of the first class, and by resolution of the board of road supervisors of townships of the second class, through which the route of the company extends, authorizing the construction thereof by the company, and evidencing the consent of the local authorities, required by the Constitution and by this act.

Act June 1, 1907, P. L. 366, amending Section 2, Act May 14, 1889, P. L. 211.

Section 3. When such articles of association are filed and recorded in the office of the Secretary of the Commonwealth, the directors named therein shall, in case the whole of the capital stock is not before subscribed, keep an open book for subscriptions at their office, giving such notice as they may deem expedient, and shall continue to receive subscriptions until the amount of capital stock required shall be subscribed: Provided, That no subscription shall be valid unless, at the time of subscribing, such subscriber shall pay the directors ten per centum of the amount of such subscription in cash.

Section 3, Act May 14, 1889, P. L. 211.

Section 4. Any company incorporated under this article, desiring authority to construct any branch or extension, shall file in the office of the Secretary of the Commonwealth, a duly certified copy of a resolution of its stockholders, setting forth in detail the route of the proposed branch or extension, which paper shall be forthwith presented to the Governor for his approval; and if the Governor shall be of opinion that said proposed branch or extension is within the general scope of the original charter, and does not conflict with any rights previously granted and in existence, he shall approve the same; whereupon the Secretary of the Commonwealth shall issue a certificate that said branch or extension has been duly authorized, and, upon the same having been duly recorded in the county or counties within which such extension lies, said company shall be vested with the right to construct and operate the same, provided it receive consent from the proper local authorities.

Section 2, Act May 3, 1905, P. L. 368, amending Section 2, Act June 7, 1901, P. L. 518, which amended Section 4, Act May 14, 1889, P. L. 211.

Section 5. Whenever any company incorporated under this article shall, in the opinion of the directors thereof, require an increased amount of capital stock in order to complete and equip their road and carry out the full intent and meaning of their articles of association, they shall, if authorized by a majority of the stockholders owning at least a majority of the stock, at a meeting called for that purpose, file with the Secretary of the Commonwealth a certificate, setting forth the amount of such desired increase; and thereafter such company shall be entitled to have such increased capital as is fixed by said certificate: Provided, That the original amount of stock and increased capital shall in no case exceed thirty thousand dollars per mile of track, except in case of a passenger railway operated by other than animal power, in which case the said capital may be not more than one hundred thousand dollars per mile of track.

Section 5, Act May 14, 1889, P. L. 211, as amended by Section 1, Act June 8, 1891, P. L. 227.

Section 6. The president and directors of any railroad company created under this article shall have power to borrow money, not exceeding the amount of capital stock subscribed, and issue the bonds of the company therefor in such amounts as shall not exceed double the amount actually paid up, of the capital stock subscribed; the proceeds whereof shall be actually expended in the construction and equipment of their roads; these bonds to be payable at such times, not exceeding thirty years after the date thereof, and at such place and at such rate of interest, not exceeding seven per centum per annum, as said directors may deem best, and may secure the payment of said bonds and interest by a mortgage on said road and franchises.

Section 6, Act May 14, 1889, P. L. 211.

The bonds of any corporation, now, or hereafter incorporated under the provisions of an act entitled "An act to provide for the incorporation and government of street railway companies in this Commonwealth," approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine, and the several amendments thereof and supplements thereto, issued in compliance with law, and after the consent of the persons holding the larger amount in value of the stock has been first obtained at a meeting held after sixty days' notice given in pursuance of law, may be made payable at such times after their date as the directors of the said corporation may deem best.

Act May 29, 1907, P. L. 308.

Section 7. The capital stock of such company shall be divided into shares of fifty dollars each, and shall be called in and paid at

such times and places and in such proportions and instalments, not however exceeding five dollars per share in any period of thirty days, as the directors shall require; of which public notice shall be given for at least two weeks preceding the times appointed for that purpose, in one or more newspapers published in the county where said railroad shall be located; and if any subscriber shall neglect to pay such instalment so called for at the time and place appointed, he, she or they shall be liable to pay in addition to said instalment, at the rate of one per centum per month for the delay of such payment, and if the same and the additional penalty or any part thereof shall remain unpaid for the period of six months, he, she or they shall, at the discretion of the directors, forfeit for the use of the company all right, title, and interest in and to every and all share or shares on account of which such default in payment may be made as aforesaid, or the directors may, at their option, cause suit to be brought before any competent tribunal for the recovery of the amount due on such shares, together with the penalty of one per centum per month as aforesaid, and in the event of a forfeiture, the share or shares so forfeited may be disposed of at the discretion of the president and directors under such rules and regulations as may be prescribed by the by-laws; no subscriber shall be entitled to vote at any election, nor at any general or special meeting of the company, on whose share or shares any arrearages may be due more than thirty days next preceding said election or meeting: Provided, That no forfeiture of stock shall release or discharge the owner thereof from any liabilities or penalties incurred prior to the time of such forfeiture. When such stock shall have been paid in full the board of directors shall cause certificates for the same to be issued to the parties entitled thereto, signed by the president and countersigned by the treasurer and sealed with the corporate seal of the company, which certificate shall be transferrable at the pleasure of the holder, on the book of the company, in person or by attorney duly authorized, in presence of the president or treasurer, and the assignee aforesaid shall thereupon be a member of said corporation.

Section 7, Act May 14, 1889, P. L. 211.

Section 8. The stockholders of such company shall meet on the second Monday of January in every year at their office, of which public notice shall be given at least two weeks previously by the secretary, in the manner prescribed in section seven of this article, and choose, by a majority of the votes present, a president and the number of directors prescribed by the by-laws, not less than four nor more than twelve, for the ensuing year, who shall continue in office until the next annual meeting and until others are chosen, at which annual meeting the said stockholders shall have full power and au-

thority to make, alter and repeal, by a majority of votes given, any or all such by-laws, rules, orders, and regulations, and do and perform such other corporate acts as may be deemed advisable. The stockholders may meet at such other times as they may be summoned by the president and directors, in such manner and form, and upon such notice as may be prescribed by the by-laws. And the president, on the request in writing of any number of stockholders representing not less than one-tenth in interest, shall call a special meeting, giving the like notice and stating specifically the objects of the meeting, and such objects, and no other shall be acted on at such meetings.

Section 8, Act May 14, 1889, P. L. 211.

Section 9. The election for directors provided for in this act shall be conducted as follows: The directors, at their regular meeting next preceding the times of the annual election, shall appoint three stockholders to be judges of the said election and to hold the same, and the persons so appointed shall not be eligible to an election as director at said election and shall respectively take and subscribe an oath or affirmation before an alderman, justice of the peace or notary public, well and truly and according to law, to conduct such election to the best of their knowledge and ability, and the said judges shall decide upon the qualifications of voters, and when the election is closed shall count the votes and declare who have been elected. Whenever any judge or judges, appointed as above, shall fail to attend the meetings of stockholders, and whenever any board of directors shall neglect or refuse to appoint such judges, then and in such case it shall be competent for the stockholders of such company, at their annual meeting, to supply the vacancy or select proper persons to conduct the election aforesaid. And if, at any time, it shall happen that an election of directors shall not be made at the time specified, the corporation shall not for that reason be dissolved, but it shall be lawful to hold and make such election of directors on any day within three months thereafter, by giving at least ten days' previous notice of the same, in the manner aforesaid. In case of the death or resignation of a director, or failure to elect in case of a tie vote, the vacancy may be filled by the board of directors. At all elections by the stockholders, each share of stock shall entitle the holder thereof to one vote, and such ballot shall have endorsed thereon the number of shares thereby represented, but no share or shares transferred within sixty days next preceding any election, shall entitle the holder or holders thereof to vote at any such election, nor shall any proxy be received nor entitle the holder to vote, unless the same shall bear date and have been duly executed within three months next preceding such election.

Section 9, Act May 14, 1889, P. L. 211.

Section 10. At each annual meeting of the stockholders of such company, the president and directors of the preceding year shall exhibit to them, a full and complete statement of the affairs and proceedings of the company for such year, with all such matters as shall be necessary to convey to the stockholders a full knowledge of the condition and affairs of said company, and the said president and directors of every such company shall, whenever required, furnish to the Legislature or either branch thereof, a full and authentic report of their affairs and transactions, or such information relating thereto as may be demanded of them.

Section 10, Act May 14, 1889, P. L. 211.

Section 11. The dividends of so much of the profits of such company as shall appear advisable to the directors, shall be declared in the months of July and January in each and every year, and be paid to the stockholders or their legal representatives, on application at the office of such company, at any time after the expiration of ten days from the time of declaring the same; but the said dividends shall in no case exceed the amount of the net profits actually acquired by the company, so that the capital stock shall never be impaired thereby, and if the said directors shall make any dividend which shall impair the capital stock of the company, the directors consenting thereto, shall be liable in their individual capacities to such company for the amount of capital stock so divided, recoverable by action of debt as in other cases, and each director present when such dividend shall be declared, shall be considered as consenting thereto, unless he forthwith enter his protest on the minutes of the board and give public notice to the stockholders of the same.

Section 11, Act May 14, 1889, P. L. 211.

Section 12. Every company organized under this article shall maintain an office where said railroad is located, for the transaction of its business, where transfers of its stock shall be made and books kept for inspection by its stock or bondholders.

Section 12, Act May 14, 1889, P. L. 211.

Section 13. It is hereby made the duty of each railroad corporation incorporated under this article, to make out and return to the Auditor General an annual report, according to a form to be prescribed by the said Auditor General, embracing in detail the operations and affairs of the said corporation during the preceding year, up to and including the thirty-first day of October, and such other information as the said Auditor General shall direct; blank forms of the same to be forwarded by the said Auditor General to such railroad corporations, on or before the first day of October in each year. The said

report to be attested by oath or affirmation of the president or acting superintendent and the treasurer of the company, and to be forwarded to the Auditor General on or before the first day of December of each year; every such corporation which shall refuse or neglect to make such report, shall be liable to a penalty of five hundred dollars to the use of the Commonwealth for every such refusal or neglect, to be sued for and recovered as debts of like amounts are or may be by law recovered.

Section 13, Act May 14, 1889, P. L. 211.

Section 14. Any passenger railway company, incorporated under this article, shall have the right to use such portion of the single or double tracks of any other passenger railway company or companies, incorporated under this or any general or special act, as it may require, either to complete a circuit upon its road or upon any of its branches or extensions, or to connect its road with any and all its branches and extensions, or with the road of any other passenger railway company: Provided, That there shall be filed with the application for a charter, or for authority to construct any branch or extension, a certified copy of a resolution of the board of directors of the company, whose tracks are to be so used, signifying its consent to such use.

Act May 3, 1905, Section 3, P. L. 368, amending Section 3, Act June 7, 1901, P. L. 519, which amended Section 14, of the Act May 14, 1889, P. L. 211.

Section 15. No street passenger railway shall be constructed by any company, incorporated under this article, within the limits of any city, borough, or township, without the consent of the local authorities thereof; nor shall any street passenger railway be incorporated hereunder which shall not have a continuous route from the beginning to the end, including connections made with each of its branches and extensions, or they with each other, and including the use of the track of other companies, with the consent thereof, as authorized under section fourteen as herein amended.

Section 4, Act May 3, 1905, P. L. 368, amending Section 3, Act June 7, 1901, P. L. 521, which amended Section 15, Act May 14, 1889.

Section 16. Any company proposing to construct a street railway, or any branch or extension thereof, under the provisions of this article shall in good faith commence the construction thereof within one year after the consent of the proper local authorities of the city,

borough or township within which the same is located shall have been obtained, and shall be completed within two years thereafter, unless the time shall be extended by the authority aforesaid.

Section 16, Act May 14, 1889, P L. 211.

Section 17. Any passenger railway incorporated under this article shall have, and is hereby granted, power, by its officers and servants to ascertain and define such route as they may deem expedient, over, upon, across and along any turnpike or turnpikes, or portion thereof, not already occupied. and not, however, exceeding sufficient width for two tracks to be laid down on, over, across and along such turnpike or turnpikes, or portion thereof; and thereupon, on, over, across and along such turnpike or turnpikes, or portion thereof, to lay down, construct and establish a track or tracks for its use in the transaction of its business; and thereupon to use the same in its general business: Provided, That the consent of the owners of the underlying fee shall have first been obtained: And provided further, That before such passenger railway company shall enter upon and use any such turnpike or turnpikes, or portion thereof, in the laying of tracks and use of the same, it shall make compensation to the turnpike company for such occupation and use of said turnpike or turnpikes, or portion thereof. In case the parties cannot agree as to the amount of compensation to be paid, then the court of common pleas of the proper county, upon the petition of the corporation seeking the privilege, shall appoint five persons to view the premises, and assess the compensation for the use of such turnpike or turnpikes, or portion thereof. The jury so appointed shall hear the testimony, and shall make a report to the court, assessing the damages which the said turnpike company shall be paid for the use of the said turnpike road, or portion thereof; and if no appeal shall be taken from the said report, the court shall, at the expiration of thirty days, confirm the said report; and the amount so fixed by the jury shall be forthwith due and payable: Provided, however, That either party shall have the right of appeal, within the said thirty days, from the award of the jury, as now provided by law. If the corporation seeking to use said turnpike road or portion thereof shall be dissatisfied with such award, and shall appeal therefrom, it shall nevertheless have the right to immediately use the same, upon paying the amount of such award into court, to await the determination of such appeal. If such turnpike company shall appeal from such award, the corporation seeking to use such turnpike road, or portion thereof, shall enter security in such amount as the said court shall direct and approve; whereupon, such security being entered, the company so entering the same shall have the right

to the immediate use of such turnpike, turnpikes, or portions thereof.

Section 7, Act May 3, 1905, P. L. 378, amending Section 17, Act May 14, 1889, P. L. 211.

Section 18. Any company incorporated under the provisions of this article shall have the right, in its construction, to cross at grade, diagonally or transversely, any railroad operated by steam or otherwise, now or hereafter built.

Section 18, Act May 14, 1889, P. L. 211.—See Section 1598.

Section 19. Street passenger railway companies in operating their roads, shall have the right to the street, and any wilful obstruction to the passage of their cars on their way between the stations, shall be punishable, on conviction before any magistrate, by a fine of not more than ten dollars for each offense, to be recovered as fines of like amount are now by law recoverable.

Section 19, Act May 14, 1889, P. L. 211.

Section 20. Any company heretofore incorporated under the provisions of an act relating to government of street railway companies in cities of the third, fourth and fifth classes, and in the boroughs and townships in the Commonwealth, approved twenty-third day of May, Anno Domini one thousand eight hundred and seventy-eight, and under the provisions of an act relating to the government and regulation of street railway companies in cities of the second and third class, in this Commonwealth, approved the nineteenth day of March, Anno Domini one thousand eight hundred and seventy-nine, or any street passenger railway company heretofore existing under color of any charter or letters patent of the Commonwealth, upon accepting the provisions of this article, in writing under the seal of the corporation, filed in the office of the Secretary of the Commonwealth, shall thereupon become and be a body corporate hereunder, and shall be entitled to and have possession of all the privileges, franchises and powers conferred by this article upon corporations to be created under this act, and all the properties, rights and privileges belonging to such corporation theretofore acquired by gift, grant, conveyance, municipal ordinance, assignment or otherwise, shall be and are hereby ratified, approved, confirmed and assured to such corporation, with like effect and to all intents and purposes, as if the same had been originally acquired by and under authority of this article, and such corporation shall thereafter be governed solely by the provisions of this article, and the Governor shall forthwith cause new letters patent under this article to issue to such corporation under the same name as the company had in the charter under which it was originally incorporated: Provided, That such

company shall be subject to all the contracts, duties and obligations, theretofore resting upon it or to which said company shall then be in any ways liable.

Section 20. Act May 14, 1889, P. L. 211.

Section 21. Hereafter any company now or hereafter incorporated under the provisions of an act entitled "An act to provide for the incorporation of street railway companies in this Commonwealth," approved May fourteenth, Anno Domini one thousand eight hundred and eighty-nine, in addition to conveying passengers, shall also have the power and authority to contract for and to locally gather, carry and distribute the mails of the United States.

Section 3, Act May 21, 1895, P. L. 95.

Section 22. All street railway corporations, chartered as common carriers under the provisions of the Constitution and the laws of this Commonwealth, are hereby required, upon the demand of the Government of the United States, to transport the United States mail at a price to be mutually agreed upon by the corporation and the United States Government; and in the event of failure to agree upon a rate of compensation for a period of three months, after notice of such failure by either party, the said corporation or the United States Government may apply to the Public Service Commission, for hearing and adjustment of the rate of compensation according to the method of procedure set forth in the said act; and the said commission shall proceed to determine the rate of compensation in dispute, as in other disputed rate questions, under the provisions of the said act: Provided, however, That the rate of compensation in all cases shall not be confiscatory, nor less than that paid by the Government of the United States for services under similar conditions of traffic. The finding of the Commission shall remain in force for the period of one year.

Act of April 22, 1909, P. L. 114.

Section 23. Any company incorporated under the provisions of an act, entitled "An act to provide for the incorporation and government of street railways in this Commonwealth," approved May fourteenth, Anno Domini one thousand eight hundred and eighty-nine, is hereby authorized and empowered, by contract with the local authorities, but not otherwise, to temporarily abandon, or to postpone the exercise of its franchise over, the whole or a portion of its route, under such terms and conditions as may be agreed upon between such company and the said local authorities, a duplicate of which contract shall be filed in the office of the Secretary of the Commonwealth: Provided, however, That nothing in this section contained, nor any contract made in pursuance thereof, shall be construed to limit or affect in any way, or impose any additional

liability for the exercise of the right of a steam railroad company to lay its tracks over, upon, under and across such street or streets, or portions thereof; and in case any company, not having received consent to so temporarily abandon or postpone the exercise of its franchise over the whole or a portion of its route, fails to complete its whole route during the time limited by the local authorities, it shall be deemed to have permanently abandoned the portion not so completed; but the said company shall have authority to maintain and operate the portion so completed, provided it constitute, either by itself or with portions of the tracks of other companies which it may be authorized to use, a complete circuit for its cars.

Section 5, Act May 3, 1905, P. L. 376, amending Section 5, Act June 7, 1901, P. L. 521, which amended Section 4, Act May 21, 1895, P. L. 95.

Section 24. Any company which does not, within two years from the date of its incorporation, make formal application to the local authorities of the proper city, borough or township for leave to occupy and use the streets, highways or bridges which, by its charter, it is authorized to occupy and use, and any company which heretofore has obtained or hereafter does obtain legislative or municipal consent to occupy and use any streets, highways, or bridges, and does not forthwith diligently proceed to occupy and use the same, and does not begin work within two years after such consent shall be obtained, and complete its road, or a portion thereof, as herein provided, within the time limited by such consent, or any extension thereof, shall be deemed to have abandoned the right to occupy and use such streets, highways, and bridges not so used; and the same may be occupied and used by any other company, duly chartered and obtaining consent so to do: Provided, however, That no company shall be privileged to use any street temporarily abandoned, or the use of which is temporarily postponed, in accordance with the provisions of this act or of any other act of the General Assembly.

Section 6, Act May 3, 1905, P. L. 368, amending Section 6, Act June 7, 1901, P. L. 521.

Section 25. Any railway company, incorporated under this article, shall have the right and power, if it deem it to be necessary in order to make connections with any portion of its track, whether main line, branches or extensions, to acquire property, either by purchase or otherwise; and after acquiring such property, shall have the right to lay its track upon the same as if it were a public highway, and to connect the track, so laid upon the property so acquired, with any other portions of its track laid upon public highways adjacent thereto.

Section 7, Act June 7, 1901, P. L. 521.

Section 26. Street passenger railway companies and railroad companies, heretofore and hereafter incorporated, be and they are hereby authorized and empowered to connect their tracks and to interchange their cars, whether passenger or freight, and the continuous movement thereof between and over their said tracks: Provided, That the consent of the local authorities of the several cities, boroughs, and townships, through or within which any street passenger railway and any railroad company may desire to exercise the said rights and privileges, or any of them, conferred by this act, shall be first obtained: And provided further, That such consent shall be revocable, at the discretion of the said local authorities, after any term of ten years, and may be extended for similar terms, from time to time, on conditions as the then local authorities may impose: And provided further, That the motive power used for the hauling of the cars of any railroad company over the tracks of any street railway company shall be the same motive power as that in general use by the street railway company, in the hauling of its own cars over the same tracks: And provided further, that such consent and authority may be revoked by said local authorities after a period of ten years from the time of the commencement of operations thereunder.

Act of May 6, 1909, P. L. 458. This act repeals Section 8 of the Act of June 7, 1901, P. L. 251, prohibiting the connection of street railway tracks with those of railroads. It seems that said section was unconstitutional because its provision was not set forth in the title of the act. *Willis v. Pgh. Rwy. Co.*, 234 Pa. 120 (1912); 56 Pitts 415 (1909), sub nom. *Commissioners v. Pgh. Rys. Co.*

Section 27. Any street railway company heretofore incorporated, or hereafter to be incorporated, under the act, entitled "An act to provide for the incorporation and government of street railway companies in this Commonwealth," approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine, and the several supplements and amendments thereto, shall have the right and power, if it deem it necessary, in order to avoid curves, steep grades, streams, public bridges, or grade crossings over other railroads, or to better facilitate the operation of its railway, or to better secure the safety of persons and property, to acquire and occupy, according to the discretion of its directors, private property for laying down track, and to divert its route and tracks from any public highway, to such private property or properties and to return to any such highway whenever and as often as such railway company may, for any such purpose, deem it expedient so to do: Provided, That this section shall not be construed to confer upon any such company the right of eminent domain.

Act June 12, 1907, P. L. 526.

Section 28. In order to eliminate a dangerous or congested situation, avoid grade-crossings, facilitate public improvements or better accommodate the public, it shall be lawful for any street passenger railway company, incorporated under any general or special act of Assembly, to relocate a portion of its track, and appurtenant system, or operation, not exceeding, at any one stretch, twenty-five hundred feet; the location may be on the surface, or above or beneath the surface: Provided, The consent of the local authorities is first obtained: And provided further, That said relocation shall not occupy the surface of any street, already occupied by the tracks of any other street passenger railway company, without the consent of such other railway company.

Act of May 9, 1913, P. L. 190.

Section 29. Every corporation now or hereafter chartered under the provisions of the act, entitled "An act to provide for the incorporation and government of street railway companies in this Commonwealth," approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine, and the several amendments thereof, and the supplements thereto, may locate or relocate its tracks and lines of railway so that the same may be in whole or in part on a public highway, or in whole or in part over private property, and shall have the right of eminent domain, which is hereby conferred; and by virtue of such right may take and occupy so much land or material as may be necessary for the location, construction, and operation of its railway, either as an extension or relocation of an existing line, or as a new line, which land shall not exceed forty-five (45) feet in width, excepting where a greater width shall be required for the slopes of cuts and embankments; and such easements in lands lying within or without the limits of any street, road, lane, alley, or other highway, as may be necessary for the accomplishment of the objects of said corporations; and also such lands or materials as may be required for the purpose of locating and constructing all turnouts, poles, stations, power-houses, car-barns, lines for the transmission of power, and all necessary works and buildings, conveniences, and equipments for the construction and operation of machinery, engines, boilers, or appliances—including the erection of poles for the support of wires, and conduits or the making of tunnels or subways—for the production or supply of the motive power used by said company in the operation of its railway, whether the lines for the transmission of such power be parallel with the said railway or divergent therefrom: Provided, That no right of way for any such divergent transmission line shall exceed sixteen and one-half ($16\frac{1}{2}$) feet in width: And provided further, That in all cases, just compensation for all property taken or in-

jured by the construction and operation of the railway and appurtenances shall be made: And provided further, That no cemetery or place of public worship, or dwelling-house which is the bona fide home in the occupancy of the owner thereof, or the curtilage appurtenant thereto, shall be taken; excepting that so much of such curtilage may be taken, for the widening of any right of way now owned by a street railway company, as may be required to increase said right of way to a total width not exceeding forty-five feet, exclusive of the slopes, cuts, and embankments: And provided further, That before the right of eminent domain herein conferred shall be exercised upon any highway in any township, excepting for the purpose of crossing such highway, the consent of the owners of at least fifty-one (51) per centum of foot frontage of the entire distance to be traversed longitudinally, on such highway in said township, shall be obtained: And providing further, That the consent of the local authorities shall first had and obtained before the occupation of the streets and highways in any city, borough, or township: Provided further, That all street railway companies that shall avail themselves of the right of eminent domain shall be common carriers of express matter, farm produce, garden truck, milk, merchandise, and other light freight and property.

Act June 1, 1907, P. L. 368.

Section 30. In case such corporation cannot agree with the owner of any real estate, land, or material, so about to be taken or injured, as to the compensation to be paid by such corporation to said owner, the corporation, before entering upon the said land, shall tender a bond, with at least two sufficient sureties, to said property owner, conditioned for the payment of such amount of damages as the property owner shall be entitled to receive after the same shall have been agreed upon between the parties, or assessed in the manner provided for in this article, whether the sum exceeds the amount of penalty in the bond mentioned or not: Provided, That in case the said property owner shall refuse or decline to accept the bond so tendered, the corporation shall then give the said property owner a written notice of the time when the same will be presented for filing in court; and thereafter the said corporation may present said bond to the court of common pleas of the county wherein the land about to be entered upon is situated, and, if the bond and sureties are approved, the bond shall be filed in said court, for the benefit of those interested; and recovery may be had thereon for the amount of damages assessed, if the same be not paid or cannot be made by execution upon any judgment therefor; and after the approval of said bond, the said corporation may enter upon the said lands and begin the work of construction. The execution and

filing of said bonds shall not relieve said corporation from the payment of the entire amount of damages which shall be awarded to any property owner; and such owner may recover, by an action of ejectment, the possession of the property taken, unless said damages are paid in full.

Section 2, Act June 1, 1907, P. L. 368.

Section 31. In all cases in which such corporation cannot agree with any property owner as to the proper compensation to be paid for the interest in the real estate, land, or material taken or injured, the court of common pleas of the county in which the land is situated, on application thereto by either said corporation or the said property owner, shall appoint five discreet and disinterested freeholders of said county as viewers, and appoint a time, not less than ten nor more than twenty days thereafter, for said viewers to meet at or upon the premises where the damages are alleged to be sustained or the property to be taken or injured, of which time and place five days' notice shall be given by the petitioners to the said viewers and the other party. The said viewers, or any three of them, having been first duly sworn or affirmed faithfully, justly and impartially to decide and a true report to make concerning all matters and things to be submitted to them, in relation to which they are authorized to inquire in pursuance of the provisions of this act, and having viewed the premises, shall estimate and determine the quantity, quality, and value of the real estate, land or material so taken or injured, or to be taken or injured, and having due regard to, and making just allowance for, the advantages which may have resulted, or which may seem likely to result, to said owner in consequence of the taking or injury of said real estate; and, after having made a fair and just comparison of said advantages and disadvantages, they shall estimate and determine whether any, and, if any, what amount of damages may have been sustained, and to whom payable, and make report thereof to said court. If any damages be awarded, and the report be confirmed by the said court, judgment shall be entered thereon; and if the amount thereof be not paid within thirty days after the entry of such judgment, execution may then issue thereon for the sum so awarded, and the costs and expenses incurred shall be defrayed by said corporation; and each of said viewers shall be entitled to five dollars per day for every day necessarily employed in the performance of the duties herein prescribed, to be paid by such corporation: Provided, That either party shall have the right of appeal from the report of said viewers to the said court of common pleas, within thirty days after confirmation of the report, and the appeal shall be tried by a jury, as in similar cases, but the costs of the appeal shall be paid by such

corporation; after final judgment, either party may appeal therefrom to the Superior Court or the Supreme Court, as the case may require.

Section 3, Act June 1, 1907, P. L. 368.

Section 32. In any case where any street railway company has or shall have authority under this article to take and appropriate lands, and in any case where such company is or shall be required to give security for the payment of damages to or for the taking of land, and when it shall be made known to the court of common pleas of the proper county, by petition, affidavit or otherwise, that there is a disputed, doubtful or defective title, or that any party interested in such land is absent, unknown, covert, not of full age or of unsound mind, or from any cause cannot be bargained with or served with notice or have a bond tendered to them within the county where the land is situated, the court which shall have jurisdiction of the appointment of viewers and assessment of damages in such case shall, on application of such company, direct the filing of a bond, conditioned as provided in section thirty of this article, to the Commonwealth of Pennsylvania, in an amount and with security to be approved by the court, for the use of the person or persons who may be found to be entitled to the damages for the taking and appropriation of such land, or for damage or injury to such land. When such bond shall be approved and filed, and when, upon the petition of such company, viewers to assess the said damages shall be appointed, the said court shall direct notices of the approval and filing of said bonds and of appointment and time and place of meeting of said viewers, respectively, to be published in two newspapers, published in the county where the land is situated, if two are published, once a week for three weeks after the bond is filed and before the day appointed for meeting of the viewers; and the bond so filed, and notice or notices so published, shall have the like effect as if the said bond had been given and tendered to the parties entitled, and as if personal notice had been served on the party or parties owning or claiming such lands: Provided, That when the residence of any such parties shall be known to such company, a marked copy of such notice shall be sent to them by mail or otherwise.

Section 4, Act June 1, 1907, P. L. 368.

Section 33. It shall be the duty of the court having jurisdiction of the appointment of viewers and assessment of damages, at the time of the application of such company for the appointment of viewers, to appoint a guardian ad litem or trustee, as the circumstances of the case shall require, for such interested party who is absent, unknown, covert, not of full age or of unsound mind, or from any cause cannot

be bargained with or served with notice or have a bond tendered to them, and such guardian ad litem or trustee shall represent the interests of the person of whom he is guardian ad litem or trustee in all subsequent proceedings.

Section 5, Act June 1, 1907, P. L. 368.

Section 34. Whenever a street railway is located or constructed over or upon a property situate in two or more counties, the court of common pleas of either county may take jurisdiction of the proceedings to assess damages; and the first of the said courts, to which application for any such proceeding shall be made, shall acquire jurisdiction to the exclusion of the others.

Section 6, Act June 1, 1907, P. L. 368.

Section 35. Whenever the right of way of any street railway company, authorized to exercise the right of eminent domain under this act, shall cross private lands, the court of common pleas of the county in which such lands are situated may, upon petition of the owner of such lands, and proof of the necessity thereof, order and decree that said railway company shall properly fence in the right of way of said company, and erect gates at all private-ways and farm-crossings, and keep said fences and gates in good order and repair; and said court may require a bond with surety, to be approved by the court, to be filed for faithful compliance with said decree.

Section 7, Act June 1, 1907, P. L. 368.

Section 36. In case the local authorities of any city, borough or township shall deem it necessary for the public benefit and convenience to secure the removal of any street railway tracks already laid, or prevent the laying of such tracks already authorized to be laid, or to change the route of any street railway on any street or streets, or portion of a street or streets, within its corporate limits, and such purpose or purposes can be accomplished by agreement with the street passenger railway company or motor power company owning, leasing or operating such tracks, it shall and may be lawful for the said parties to enter into a contract, for a period not exceeding fifty years, for such considerations and upon such terms and conditions, and containing such stipulations, reservations and covenants as may be agreed upon between the respective parties thereto; and such contracts may include a covenant providing that, during the continuance thereof, municipal consent shall not be granted to any other company to use or occupy the street, streets, or portions of a street or streets, covered by such contract, for street railway or passenger transportation purposes; which covenant

shall be enforceable by bill in equity against such city, borough or township, in case of attempted breach thereof; and such contract may also provide for the laying or relaying of such tracks, upon such terms and under such contingencies and conditions as may be agreed upon. When such contract shall have been made, it shall form a part of the charter of the company, with like force and effect as to all its terms, conditions, stipulations, restrictions, covenants, and provisions as to change of routes as if the same formed a part of the original charter of such company; and no removal of tracks already laid, or postponement of or delay in the time of beginning or completing the work of laying tracks already authorized to be laid, and no change of route therein provided for, shall operate or be construed to deprive or divest any such company, entering into such contract, of any of the rights, franchises or privileges possessed by it at the time of entering into such contract, so as to operate in favor of any company subsequently formed and seeking to occupy, for street railway purposes, the street, streets, or portions of a street or streets, covered by such contract: Provided, however, That nothing in this article contained, nor any contract made in pursuance thereof, shall be construed to limit or affect in any way, or impose any additional liability for the exercise of, the right of a steam railroad company to lay its tracks over, upon, under, and across such street or streets, or portions thereof.

Section 1, Act May 3, 1905, P. L. 379.

Section 37. It shall not be lawful for any railroad corporation, created by or existing under the laws of this Commonwealth, to acquire, purchase, or guarantee the stock, bonds, or other securities of, or lease or purchase the works or franchises of, or in any way control, any street passenger railway corporation owning or having under its control a parallel or competing line with said railroad.

Section 1, Act June 1, 1907, P. L. 385.

Any violation or attempted violations of this or the next succeeding section may be attacked or restrained by appropriate proceedings, either at law or in equity, at the instance of the Commonwealth, through the Attorney General; and that any such violation shall also constitute a misdemeanor and upon conviction the offending corporation, of its officers, directors, or agents participating in such violation, shall be sentenced to pay a fine of not more than five thousand dollars.

Section 2, Act June 1, 1907, P. L. 385.

Section 38. No company or corporation operating a street railway in this Commonwealth shall demand, or receive more than the sum

of five cents per trip, or passage, from each passenger on said railway, within the corporate limits of any city of the second class in this Commonwealth, for a continuous ride in one car.

Section 1, Act June 7, 1907, P. L. 453.

Any officer, director, or employe of such company, operating as aforesaid, who shall violate the provisions of this or the preceding section shall be guilty of a misdemeanor, and upon conviction thereof, shall be sentenced to pay a fine not exceeding the sum of five hundred dollars, for each and every offense, and to undergo an imprisonment not exceeding one year, either or both in the discretion of the court.

Section 2, Act June 7, 1907, P. L. 453.

Section 39. Any corporation, chartered under the laws of this Commonwealth as a street passenger railway, and owning or operating the same in said Commonwealth, may apply to the mayor of any city on the streets of which said railway is operated, or the burgess of any borough where said railway is being operated, or any justice of the peace residing in a township through which said railway shall run or pass over, to commission such person or persons as said corporation may designate to act as private policemen for said corporation.

Section 1, Act June 7, 1901, P. L. 508.

Said officials upon such application, may appoint such persons, or so many of them as he may deem proper, to be such policemen, and shall issue to such person or persons so appointed a commission to act as such policemen.

Section 2, Act June 7, 1901, P. L. 508.

Every policeman shall, before entering upon the duties of his office, take and subscribe the oath required by the seventh article of the Constitution, before the recorder in the county in which he was appointed; which oath, after being duly recorded by such recorder, and a certified copy of such oath, made by the recorder of the county, shall be recorded, with the commission, in the county in which such policeman was appointed and in which it is intended such policeman shall act; and such policeman, so appointed, shall severally possess and exercise all the powers of policemen in the county in which they shall be so authorized to act, as aforesaid; and the keepers of jails and lockups in station houses in said county are required to receive all persons arrested by such policemen for the commission of any offense against the laws of this Commonwealth, upon the cars or premises of any such corporation, to be dealt with according to law.

Section 3, Act June 7, 1901, P. L. 508.

Such corporation police shall, when on duty, severally wear a metallic shield, with the word "police" and the name of the railway corporation for which appointed inscribed thereon, and said shield shall always be worn in plain view, except when employed as detectives.

Section 4, Act June 7, 1901, P. L. 508.

The compensation of such police shall be paid by the corporation for which the policemen are respectively appointed, as may be agreed upon between them.

Section 5, Act June 7, 1901, P. L. 508.

Whenever any corporation shall no longer require the services of any policeman, as aforesaid, they may file a notice to that effect under their corporate seal, attested by their secretary, in the office where the commission of such policeman has been recorded, which shall be noted by the recorder upon the margin of the record where such commission is recorded, and thereupon the power of such policeman shall cease and be determined.

Section 6, Act June 7, 1901, P. L. 508.

Section 40. Passenger railways in any and all cities of the first class in this Commonwealth may use other than animal power in the carriage of passengers in their cars whenever authorized so to do by the councils of such city, and the limitations contained in any of the charters of passenger railway companies restricting them to the use of horse power be and the same are hereby repealed: Provided further, That the councils of such city shall not exercise any of the powers conferred by this section, unless such railway shall reduce its fares to five cents for a single ride on said railway.

Act May 8, 1876, P. L. 147.

Section 41. Passenger railways in any city of the second and third class of this Commonwealth may use other than animal power in the carriage of passengers in their cars, whenever authorized so to do by the councils of such cities; and the limitations contained in any of the charters of passenger railway companies operating in such cities, restricting them to horse power, be and the same is hereby repealed.

Act May 24, 1878, P. L. 118.

Section 42. The councils of any city of the first class are hereby empowered, in all cases of passenger railways which have been authorized heretofore and now laid in the streets of said city, to consent to the further construction and extension of the lines of said

railways, from any point at which there is an existing construction, along any street already used by them, and over any street or streets not occupied by any passenger railway, or the right to use such street or streets for passenger railway purposes has not been granted by any act of Assembly of this Commonwealth, for a distance not exceeding six hundred feet on any one street; and if necessary to use any street or portion of street already occupied by the track of another company, or granted aforesaid, in order to complete a route or make a circuit, it shall be lawful, with consent of the said councils, to lay a track thereupon, for a distance not exceeding six hundred feet, or with the consent of the company whose track is already laid thereon, to use such track; and in such latter case compensation shall be made to the company whose track may be thus used, by annually paying to the said company six per centum on the one-half cost of that portion of the track so used, and one-half of the cost of keeping it and the street in repair: Provided, That no passenger railway company shall be authorized by virtue thereof to extend its tracks over any street whatsoever, exceeding in the aggregate eighteen hundred feet in distance.

Section 1, Act April 30, 1878, P. L. 38.

The provisions of this section shall not inure to the benefit of any corporation, unless such corporation shall, before claiming the benefits of this section, file in the office of the Secretary of the Commonwealth an acceptance of the provisions of article sixteen of the Constitution of the Commonwealth; which acceptance shall be made by resolution adopted at a regular or called meeting of the directors of such corporation, which shall be certified under the seal of the corporation, and filed in the office of the Secretary of the Commonwealth; and a copy of such resolution under the seal of the office of the Secretary of the Commonwealth shall be evidence for all purposes.

Section 2, Act April 30, 1878, P. L. 38.

Section 43. The board of trustees of the Eastern Pennsylvania State Institution for the Feeble-Minded and Epileptic be, and they are hereby authorized, on behalf of and in the name of the Commonwealth, to consent to the location, relocation, construction, reconstruction, including the narrowing, elevating, depressing, grading, ornamenting, or improving, of any street railway, electric railway, elevated railway, railway, subway, tunnel, railroad, or other means of travel or transportation, within or upon the lands of said institution, upon such terms and conditions as the said board of trustees may impose for the advantage of the said institution, with the approval of the Governor.

Act of June 9, 1911, P. L. 862.

Section 44. The commissioner of forestry and the forestry reservation commission are hereby authorized and empowered to give to street railway companies, duly incorporated under the laws of this Commonwealth, upon such terms and subject to such restrictions and regulations as said commissioner and commission may deem proper, the privilege to construct, maintain and operate their lines of railway over, along and upon public highways, now laid out and in actual use, which lie within or border on any forest reservations now owned or hereafter to be acquired by the Commonwealth, whenever in the judgment of the said commissioner and commission the interests of the Commonwealth in the said reservations shall be benefited thereby.

Act of April 15, 1903, P. L. 200.

Section 45. The Pennsylvania Soldiers' Orphan School Commission is hereby authorized and empowered, on behalf of the Commonwealth, to sell and grant to street railway and motor power companies, duly incorporated under the laws of this Commonwealth, upon such terms and for such price, and subject to such restrictions and regulations as said commission may deem proper, the privilege to construct, maintain and operate their lines of railroad over, along and upon any lands now owned or hereafter to be acquired by the Commonwealth for the purpose of soldiers' orphan schools, whenever in the judgment of the said commission, the interest of the Commonwealth and such soldiers' orphan schools shall be benefited thereby; and said commission is further hereby authorized and empowered, on behalf of the Commonwealth, to make and deliver such conveyances as may be necessary to vest in such railroad companies the rights of way over, along and upon said lands.

Act of May 3, 1909, P. L. 400.

(COMP.)

CHAPTER XXVI.

ARTICLE IV.

ELEVATED AND UNDERGROUND RAILWAY COMPANIES.

Section 1. Any number of persons not less than five, three of whom shall be citizens of this Commonwealth, may form a company for the purpose of construction and operation of passenger railways,

either elevated or underground, or partly elevated and partly underground for the transportation of passengers and with power and authority to contract for and to locally gather, carry and distribute the mails of the United States, and with power to construct such portion thereof upon the surface as may be reasonably necessary for terminals or connections between the underground and elevated sections thereof: Provided, however, That the surface so occupied shall not exceed two thousand five hundred feet in length, in any one place which said railways may be constructed and operated upon, over, under, across, through, and along any street, highway or bridge in this Commonwealth, upon which no railway incorporated under this article is already erected or constructed, and in constant daily use for the transportation of passengers, or authorized to be erected or constructed under any existing charter issued under this article, and for which permission to erect or construct the same has been obtained from the local authorities of the city, borough or township in which the same is to operate, within two years, with the privilege of occupying so much of the said streets, highways or bridges mentioned in their charter as may be necessary for the erection and operation of said railway for public use, in the conveyance of passengers, by such motive power, other than steam, as may be adopted from time to time; and said companies may build and operate on, over, under, across, through, and along streets, highways and bridges on which passenger railways are constructed or authorized to be constructed on the surface of the street and may use and occupy the surface to the extent of two thousand five hundred feet, as herein provided.

Section 1, Act June 7, 1901, P. L. 523.

Section 2. The charter of such intended corporation shall be subscribed by at least three of the incorporators; who shall certify, in writing, to the Governor, the name of the company; the number of years the same is to continue; the length of road, as near as may be, and the route and character of construction; the amount of capital stock of the company, which shall not be less than fifty thousand dollars for every mile of road proposed to be constructed, and the number of shares and the par value of each; the names and places of residence of the president and board of directors, who shall manage its affairs until the first annual meeting thereafter, and until others are chosen in their places. Each subscriber shall subscribe thereto his name, place of residence, and the number of shares of stock he agrees to take in said company. On compliance with the preceding provisions of this section, the articles of association shall be acknowledged by at least three of the directors, before some officer competent to take acknowledgment of deeds, and may be filed in the office of

the Secretary of the Commonwealth, who shall endorse thereon the day on which they were filed, and record the same in a book to be provided by him for such purpose. Thereupon the Governor shall issue his letters patent, creating the persons who have so subscribed such articles of association, and all persons who shall become stockholders in such company, a corporation, by the name specified therein, which shall possess the powers and privileges following, namely:

First. To have succession, by its corporate name, for the period limited in its articles of association.

Second. To sue and be sued, complain and defend, in any court of law or equity.

Third. To make and use a common seal, and alter the same at pleasure.

Fourth. To take, hold, purchase, operate, lease and convey such real and personal property, estate and franchises as the purposes of the corporation shall require.

Fifth. To appoint such officers and agents as the business of the corporation shall require.

Sixth. To make by-laws, not inconsistent with the constitution or any existing law, for the government of its property and regulation of its affairs, and for the transfer of its stock.

Seventh. To sell or lease its road and franchises, or parts thereof, to traction or motor power companies or to other passenger railway companies, or to acquire the roads, property and franchises of other passenger railway companies, by lease or purchase. But no company incorporated under this article shall be authorized or permitted to connect its tracks with the tracks of any railroad company, incorporated under any law of this State for the transportation of both passengers and freight, nor shall the interchange of cars and continuous movement thereof between and over the tracks of any railway company incorporated under this act and such railroad company be authorized or permitted.

Section 2, Act June 7, 1901, P. L. 523.

Section 3. Such articles of association shall not be filed and recorded in the office of the Secretary of the Commonwealth until at least twenty-five thousand dollars of stock for every mile of road proposed to be constructed shall have been subscribed thereto, and ten per centum paid thereon in good faith and in cash to the directors named in said articles of association; nor until there is endorsed thereon or annexed thereto an affidavit, made by at least three of the directors named in said articles, that the amount of stock required by this section has been in good faith subscribed, and ten per centum paid in cash thereon, as aforesaid, and that it is intended in good

faith to construct and to maintain and operate the road mentioned in said articles of association, which affidavit shall be recorded with the articles of association, as aforesaid.

Section 3, Act June 7, 1901, P. L. 523.

Section 4. Unpaid subscriptions to the capital stock of such corporations shall be payable at such times and places and in such proportions and instalments as the directors shall require, of which public notice shall be given, for at least two weeks preceding the time appointed for the purpose, in one or more newspapers published in the county; and if any subscriber shall neglect to pay such instalment, so called for, at the time and place appointed, he, she or they shall be liable to pay, in addition to said instalment a penalty, at the rate of one per centum per month for the delay; and if the same and the additional penalty, or any part thereof, shall remain unpaid for the period of six months, he, she, or they shall, at the discretion of the directors, forfeit, for the use of the company, all right, title and interest in and to every and all stock, on account of which such default in payment may be made, as aforesaid; or, the directors may bring suit to recover the amount due, together with the penalty. In the event of forfeiture, the share or shares so forfeited may be disposed of at the discretion of the president and directors, under such rules and regulations as may be prescribed by by-laws; but no forfeiture of stock shall release the owner from any liabilities or penalties incurred prior to the forfeiture. When stock shall have been paid in full, the board of directors shall cause certificates for the same to be issued to the parties entitled thereto, signed by the president and countersigned by the treasurer, and sealed with the corporate seal; which certificates shall be transferable at the pleasure of the holder on the books of the company, in person, or by attorney duly authorized, and the assignee shall thereupon be a member of such corporation. Companies incorporated under this article may issue either preferred or common stock, or both, as may be considered advisable.

Section 4, Act June 7, 1901, P. L. 523.

Section 5. Whenever any company incorporated under this article shall, in the opinion of the directors thereof, require an increased amount of capital stock, in order to complete and equip its road and carry out the full intent and meaning of its articles of association, it shall, if authorized by a majority of the stockholders voting at a meeting called for that purpose, which call shall be in the manner provided by the Constitution and laws of this State, file with the

Secretary of the Commonwealth, a certificate setting forth the amount of such desired increase, and thereafter such company shall be entitled to have such increased capital as is fixed by said certificate.

Section 5, Act June 7, 1901, P. L. 523.

Section 6. The president and directors of any company created under this article shall have power to borrow money, not exceeding the amount of the capital stock authorized to be issued, and issue the bonds or obligations of the company therefor, in such amounts, and on and upon such terms, and at such times as the directors shall deem best, the proceeds whereof shall be expended in the construction and equipment of their railways; these bonds or obligations to be payable at such times, and at such place, and at such rate of interest, as said directors may deem best, and may secure the payment of said bonds or obligations and interest by a mortgage or mortgages on the said railways and franchises.

Section 6, Act June 7, 1901, P. L. 523.

Section 7. The stockholders of such corporations shall hold annual meetings for the purpose of electing a president and board of directors, upon such date as may be fixed by the by-laws, and special meetings may also be called as prescribed by said by-laws. At all elections, each stockholder shall be entitled to one vote for each share of stock held in the company; but no share of stock sold within sixty days of the said election shall entitle the holder thereof to vote on the same; nor shall any proxy be received, nor entitle the holder to vote, which shall have been executed more than three months preceding such election; and no stockholder shall be entitled to vote any shares, at any election, in case any arrearages of any assessment shall be due on such share or shares for more than thirty days prior to such election.

Section 7, Act June 7, 1901, P. L. 523.

Section 8. Corporations created under this article shall, for the purpose of constructing the railways herein authorized, and the necessary stations and approaches thereto as herein provided, have the right of eminent domain, which is hereby expressly conferred, and may construct, maintain, and operate their railways, stations and approaches thereto, on, under, over, across, through and along any street, highway or bridge, or on, over, under, across, through and along lands and tenements in private ownership; and may locate, fix and determine such route for the railway as the board of directors may deem expedient, on, under, over, across, through and along any street, highway, bridge or private property, not, however, passing through any burying-grounds or place of worship; and thereon

may erect, construct, establish and operate a railway, with such stations and approaches as they may deem necessary; and, in like manner, by themselves or other persons by them appointed, may enter upon and into, and occupy, take and acquire, all land and buildings which may be necessary for the said railways, stations or approaches, or other needful buildings or appurtenances, or convenient for the construction and maintenance of the same. Such corporations, however, shall in all cases make just compensation for all property taken, injured or destroyed by the construction or enlargement of their railway. If the parties claiming compensation and the said corporation, so chartered under this article, shall not be able to agree as to the amount of compensation to be paid by reason of the construction, maintenance or operation of said road, then the court of common pleas of the proper county, upon petition of any person in interest, shall appoint five persons to view and assess the compensation due to all persons, corporations or bodies politic that have failed to agree with the corporation so chartered, by reason of the construction, maintenance and operation of the said road and its branches, or of its stations and approaches thereto, and make report thereof to the court. Any party dissatisfied with the report shall have the right of appeal to the court of common pleas in which the said report shall have been filed, and thereupon the amount of compensation shall be determined by a jury, on issues properly framed, according to the course of the common law, subject to such rules and regulations as the said court may prescribe. Where any such corporation desires to proceed with the construction or operation of its railway before the compensation shall be determined and paid, it may do so, provided it shall first give a bond to the Commonwealth of Pennsylvania, for the use of all parties interested, in such amount and with such sureties as the court of common pleas, of the proper county, having jurisdiction of the matter, may direct.

Section 8, Act June 7, 1901, P. L. 523.

Section 9. Every company organized under this article shall maintain an office within this State for the transaction of its business, where transfers of its stock shall be made, and books kept for inspection by its stockholders or bondholders.

Section 9, Act June 7, 1901, P. L. 523.

Section 10. Every company incorporated under this article shall have authority to use so much of the streets, highways and bridges of this Commonwealth, immediately adjacent to their tracks, as may be necessary and proper, either for the erection of stations or the proper, necessary and convenient approaches thereto, or both; but in the case of elevated roads, all stations must be on a level with the

tracks; all of which, however, shall be erected and maintained and operated subject to all rules and regulations which may be made or passed by the local authorities of any city, borough or township, through which the said road may run, in regard to the same.

Section 10, Act June 7, 1901, P. L. 523.

Section 11. Corporations incorporated under this act may construct branches and extensions, but in that case shall first file in the office of the Secretary of the Commonwealth a resolution of the board of directors, approved by the stockholders, giving the route of such branches and extensions; and every company incorporated under the provisions of this act is hereby authorized and empowered, with the consent of the local authorities of any city, borough or township within which said railway is located, to abandon any portion of its road, without prejudice to its right to operate or complete and operate the remaining portion of its railway, by appropriate action of its board of directors, with the approval of a majority of its stockholders present at a meeting to be specially called for that purpose, after thirty days' notice, and upon filing a copy of such action, duly certified by the president and secretary, under the seal of the company, in the office of the Secretary of the Commonwealth, and also with the proper local authorities.

Act March 25, 1903, P. L. 52, amending Section 11, Act June 7, 1901, P. L. 523.

Section 12. Every company incorporated under this article shall have the right to use any part or all of the tracks or railway of any other company incorporated under this act, with the consent of such other company, to be expressed by a resolution of its board of directors, ratified by a vote of a majority in value of the stockholders of such other company, and such use may be exclusive or in conjunction with such other company, as the said companies shall agree.

Act March 25, 1903, P. L. 52, amending Section 11, Act June 7, 1901, P. L. 523.

Section 13. All companies incorporated under this article shall have the right to merge their several rights, privileges and franchises with other companies, so incorporated, whenever in the opinion of the directors and stockholders of such companies it shall be for their mutual interest; but such merger shall not take place until a resolution to that effect shall have been adopted by the boards of directors of the respective companies desiring to so merge, and such action shall have been approved by a majority in value of the stockholders of such company. Whenever two or more roads shall be so merged, the commencement of work, in good faith, upon any part of the route

of any such merged roads shall be held to be a commencement upon all the merged lines or roads, within the meaning of this article, and a compliance with the provisions hereof as to the time within which work must be commenced: Provided, however, That the work shall be completed within five years upon all the said merged roads, unless the time for such completion shall be extended by the proper local authorities of the city, borough or township within which the said roads are located.

Act March 25, 1903, P. L. 52, amending Section 11, Act June 7, 1901, P. L. 523.

Section 14. Any company proposing to construct a railway or any branch or extension thereof, under the provisions of this article, shall in good faith commence the construction thereof within two years after the consent of the proper local authorities of the city, borough or township, within which the same is located, shall have been obtained; and the same shall be completed within five years thereafter, unless the time shall be extended by the authority aforesaid. Whenever a charter shall be granted to any corporation to build a road as provided by this article, no other charter to build a road on, over, under, across, through, or along the same streets, highways, bridges or property shall be granted to any other company, within the time during which, by the provisions of this article, the company first securing the charter has the right to commence and complete its work: Provided, That the consent of the local authorities shall be promptly applied for, and shall have been obtained within two years from the date of the charter.

Section 12, Act June 7, 1901, P. L. 523.

Section 15. Any corporation chartered under this article shall have the right from time to time, to increase its capital stock, and to issue and sell stock and bonds or other obligations, to such an amount and upon such terms, as shall be deemed proper to enable them to perform the duties of their organization.

Section 13, Act June 7, 1901, P. L. 523.

Section 16. Any company incorporated under this article shall have power, by its officers and servants, to construct and operate its road as authorized by this article, on, over, across, through, and along any turnpike or turnpikes, and to use the same for its general business; and, in addition to the space so occupied by its tracks, may occupy so much of the space on, over, under, across, through, and along such turnpikes as may be necessary for the erection of the proper stations and approaches thereto: Provided, however, That it

shall make or secure compensation to the owner or owners of such turnpike for such occupation and use, in the mode provided for in Section eight hereof.

Section 14, Act June 7, 1901, P. L. 523.

Section 17. If in the construction of any railway, incorporated under this article, it shall become necessary to cross any river or rivers, creeks or water courses within this State, the said company shall have power and authority to bridge or tunnel the same. The route and method of construction, or both, as described in the charter of any company incorporated under this article, may be changed, with the consent of the local authorities of the proper city, borough or township; but, in that case, if the company shall accept such change, a resolution of the board of directors, setting out the change and the authority therefor, shall be filed in the office of the Secretary of the Commonwealth. Such change shall only be made when ratified and approved by a majority of the stockholders, voting at a meeting called for the purpose of considering such change.

Section 15, Act June 7, 1901, P. L. 523.

Section 18. Hereafter no letters patent shall be issued to any company nor shall any corporation be otherwise created, for the construction of an elevated or underground, or partly elevated and partly underground, passenger railway, except the same shall be located upon, over, under, across, through or along a street, road or highway in a thickly populated locality, where the surface travel is congested; nor unless and until the necessity for the construction and operation of said railway shall have been passed on and approved by a board, consisting of the Governor, the Secretary of the Commonwealth and the Attorney General, after thirty days' public notice, published as shall be prescribed by said board.

Act June 20, 1901, P. L. 577.

Section 19. Any company chartered to build either an elevated or an underground railway, under the provisions of the act entitled "An Act to provide for the incorporation and government of passenger railways, either elevated or underground or partly elevated and partly underground, with surface rights," approved June seventh, one thousand nine hundred and one, shall have power and is hereby authorized to build either an elevated or an underground railway, or both an elevated and an underground railway, over the route described in their charter, having first obtained the consent of the local authorities of the city, borough or township through which the said railway is located.

Act June 19, 1901, P. L. 572.

(COMP.)

CHAPTER XXVI.

ARTICLE V.

MISCELLANEOUS PROVISIONS.

Section 1. The right and privilege to do an express business, and to transport and carry farm produce, garden truck, milk, merchandise, and other light freight and property, upon, along, and over all street railways, and to charge and collect a reasonable compensation therefor, is hereby extended to and conferred upon all street railway companies, including every kind of street railway, suburban street railway, or interurban street railway, whether their lines of railway are to be and are maintained either at the surface or above or below the surface of the earth, and by whatever power their vehicles are to be and are transported, and upon all companies duly authorized to become the lessees or operators of such railways, heretofore or hereafter incorporated under the laws of this Commonwealth, even though the said street railway companies may have been heretofore restricted as to the kind of power to be employed or in such transportation, or may have been forbidden to transport freight or other property: Provided, That the transportation of said express matter, light freight, and property, and other articles of merchandise mentioned in this section, shall be subject to such reasonable regulations as shall be prescribed by the respective local authorities of the several cities, boroughs, and townships through which or within which any street railway company may exercise the rights and privileges conferred by this section: And provided further, That the reasonableness of such regulations shall be subject to the supervision of the court of common pleas of the county or counties through which or within which any street railway company may exercise the rights and privileges conferred by this section, the jurisdiction of which court shall be invoked by petition of the complaining party or parties.

Act April 22, 1907, P. L. 96.

Section 2. The right and privilege to transport and carry all kinds of freight and property upon, along, and over all street railways, and to charge and collect a reasonable compensation therefor, is hereby extended to and conferred upon all street railway companies, including every kind of street railway, suburban street railway, or interur-

ban street railway, whether their lines of railway are to be and are maintained either at the surface or above or below the surface of the earth: Provided, That the consent of the local authorities of the several cities, boroughs, and townships, through or within which any street railway company, lessees or operators thereof may desire to exercise the rights and privileges, or any of them, conferred by this section, shall be first obtained: And provided further, That said consent and authority may be revoked by said local authorities after a period of ten years from the time of commencement of operations thereunder: And provided further, That such consent shall be revocable, at the discretion of the said local authorities, after any term of ten years, and may be extended for similar terms, from time to time, on conditions as the then local authorities may impose.

Section 1, Act of May 6, 1909, P. L. 457.

Section 3. It shall be lawful for the stockholders of any railroad, railway or other transportation company at any meeting, annual or otherwise, held after notice of intention to present thereto the subject of such classification, by a vote of a majority of the shares there represented, either in person or by proxy, to classify its directors or managers thereafter to be chosen into two, three or four classes, each to contain an equal number unless the board shall consist of a number which shall not be divisible into equal parts, in which case the excess which cannot thus be divided shall be added to the first class. At the next annual election of said corporation, held after such classification shall have been determined upon, directors or managers of the first class shall be elected to serve for the term of one year, and directors or managers of the second, third or fourth classes shall be elected to serve for two, three or four years, respectively. At all ensuing elections of said corporation the stockholders shall only elect the number of directors or managers necessary to take the place of those whose terms of office shall have then expired or be about to expire, and such directors or managers shall be elected for the longest term for which any class may be elected. Every vacancy which shall occur in any class of the members of the board shall be filled by the board until the next annual election for members of the class in which such vacancy shall occur. After any corporation shall have determined upon any such classification as that herein permitted, it shall not thereafter change the same, unless with the assent of the stockholders duly expressed at a meeting properly called.

Act February 9, 1901, P. L. 6.

Section 4. It shall and may be lawful for any city, borough or township, of the one part, and any street passenger railway company, surface, elevated or underground, or motor power company

leasing and operating the franchises and property of such company within the limits of such cities, boroughs or townships, of the other part, to enter into contracts with each other affecting, fixing, and regulating the franchises, powers, duties, and liabilities of such companies, and the regulations and respective rights of the contracting parties. Such contracts may, *inter alia*, provide for payments by the companies to the local authorities, in lieu of the performance of certain duties or the payment of license fees or charges imposed in favor of such city, borough or township by the charters of the respective companies or by any general law or ordinance, for the appointment by the local authorities of a certain number of persons to act as directors of such company, in conjunction with the directors elected by the stockholders of such company, and, further, may provide for the ultimate acquisition by the local authorities, upon terms mutually satisfactory, of the leaseholds, property and franchises of the contracting companies.

Act April 15, 1907, P. L. 80.

Section 5. No railroad corporation of this Commonwealth, its directors or officers, shall authorize or make any issue of its capital stock for money for a less amount than the full par value of each share of its stock, which par value in money shall be actually paid into the treasury of such corporation before the issue of any full paid certificate for such shares of stock.

Section 1, Act May 7, 1887, P. L. 94.

Section 6. No railroad corporation of this Commonwealth, its directors or officers, shall authorize or make any issue of its capital stock, when such issue is to be in payment for labor done or property received, until after the president of such company shall have filed, in the office of the Secretary of the Commonwealth, a statement showing in detail the prices paid or to be paid for the several kinds of labor done, and for the property received or to be received, accompanied with the oath or affirmation of himself and of the chief engineer of said company, that the prices shown by such statement as paid for, the several kinds of labor done, and for the property received or to be received, were not in excess of the prices for which, at the time the labor was done or the property contracted for, it could have been obtained for money paid, and that no certificate of stock has been or will be issued, in payment for such labor or property, for a larger amount than the actual cash value of the labor, or property, detailed in such statement.

Section 2, Act May 7, 1887, P. L. 94.

Section 7. No railroad corporation of this Commonwealth shall issue its corporate bonds, or other certificates of indebtedness, until after the full amount subscribed of its authorized capital stock shall have been fully paid for, either in money, labor done or property received, nor shall it at any time issue such bonds or other certificates for an amount in excess of its capital stock, as shown by its statement on file in the office of the Secretary of the Commonwealth, to have been actually paid for, either in money, labor or property received, in accordance with the provisions of the seventh section of the sixteenth article of the Constitution, and with the terms of this article; nor shall it issue the same for less than their fair market value, or by any other device evade the true intent and meaning of this article; and any stock or bonds or certificates of indebtedness, hereafter issued, in violation of the terms of this article, shall be void.

Section 3, Act May 7, 1887, P. L. 94.

Section 8. Upon complaint of any stockholder in any railroad company of this Commonwealth, or of any two reputable citizens resident in the region traversed by the line of the railroad of such company, or the traffic of which will be affected by its construction, that the said company is about to issue, or has issued, either stock or bonds, or other certificates of indebtedness, in contravention of the provisions of this article, or of Section seven of Article sixteen of the Constitution (which complaint shall be in writing, verified by affidavit, and filed with the Attorney General of this Commonwealth) it shall be the duty of the said Attorney General, at once, to institute proper proceedings at law or in equity, or both, in the name of the Commonwealth, to enforce the provisions of this act, and to restrain and prevent the company from consummating or continuing any act, or acts, so alleged to have been done, or to be contemplated, in violation of the terms of this article.

Section 4, Act May 7, 1887, P. L. 94.

Section 9. Any president, secretary or treasurer of any railroad corporation of this Commonwealth, affixing his name or attestation to any certificate of stock, or corporate bond, or any director of any such corporation knowingly assenting to the issue of such stock, or bond, in violation of the terms of this article, or any president, chief engineer or other officer, of any railroad corporation, making any affidavit, required by the sixth section of this article to be made, containing any false statement, in reference to any of the things as to which affidavit is, by that section, required to be made, shall be guilty

of a misdemeanor, and, upon conviction thereof, shall be sentenced to pay the costs of prosecution and a fine not exceeding five thousand dollars.

Section 5, Act May 7, 1887, P. L. 94.

(COMP.)

CHAPTER XXVII.

ARTICLE I.

TELEGRAPH AND TELEPHONE COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the construction and maintenance of a telegraph line.

For the purpose of constructing, maintaining and leasing lines of telegraph for the private use of individuals, firms, corporations, municipal and otherwise, for general business, and for police, fire alarm, messenger business, or for the transaction of any business in which electricity over or through wires may be applied to any useful purpose.

Section 1, Act of April 29, 1874, P. L. 73, and Section 2, thereof, as amended by Section 1, of the Act of May 1, 1876, P. L. 90.

Section 2. The business of such corporation may be wholly within or partly within and partly without the limits of any city, borough or township in this state, or partly in any other state or states.

Section 2, Act May 1, 1876, P. L. 90.

Section 3. Such corporations shall be authorized, when incorporated as hereinbefore provided to construct lines of telegraph and telephone along, under and upon any of the public roads, streets, lanes or highways, across or under any of the waters within the limits of this state, by the construction of the necessary fixtures, including wires, cables, posts, piers, abutments or subways, subject to the reasonable regulations of the municipalities through which it passes;

but the same shall not be so constructed as to incommode the public use of said roads, streets, lanes or highways, or injuriously interrupt the navigation of said waters and this article shall not be so construed as to authorize the construction of a bridge across any of the waters of this state.

Clause 1, Section 33, Act of April 29, 1874, P. L. 73, as amended by the Act of April 22, 1905, P. L. 294.

Section 4. Before the exercise of any of the powers given under this article, application shall be first made to the municipal authorities of the city, town or borough in which it is proposed to exercise said powers, for permission to erect poles, or run wires on the same, or over or under any of the streets, lanes or alleys of said city, town or borough, which permission shall be given by ordinance only, and may impose such conditions and regulations as the municipal authorities may deem necessary.

Act of June 25, 1885, P. L. 164, amending Section 4, Act of May 1, 1876, P. L. 90.

Section 5. In all cases where the parties cannot agree to the amount of damages claimed, or by reason of the absence or legal incapacity of the owner or owners no such agreement can be made, for the right to enter upon lands or premises for the purpose named in this section, the company shall tender a bond, or have the same filed in the manner provided in section 24, Article II, Chapter III of this act, and proceedings shall be had as therein set forth.

Clause 2, Section 33, Act April 29, 1874, P. L. 73.

Section 6. The said telegraphic corporation shall have the right to connect its lines of telegraph with any other line operating within this state; and it shall be the duty of any corporation or person owning any other telegraph line doing business within this state, to permit such connection, and to receive dispatches from and for other telegraph lines and corporations, and from and for any individual, and on payment of their usual charges to individuals for transmitting dispatches, as established by the rates and regulations of such telegraph line, to transmit the same with impartiality and good faith, under penalty of one hundred dollars for every neglect or refusal so to do, to be sued for as debts of like amount are by law recoverable, and to be recovered with costs of suit in the name and for the benefit of the person or persons sending or desiring to send such dispatch.

Clause 3, Section 33, Act April 29, 1874, P. L. 73.

Section 7. No such telegraph company shall be consolidated with or merged in any other company owning a competing line of telegraph, nor shall the stock or bonds of any such telegraph company, to an amount sufficient to control the same, be held or owned by any company owning a competing line of telegraph, nor shall any company owning a competing line acquire, by purchase or otherwise, any other competing line of telegraph.

Clause 4, Section 33, Act April 29, 1874, P. L. 73.

Section 8. The charge by all telegraph companies organized under this act, and those accepting the provisions thereof, for the transmission of any telegraphic dispatch, shall include the charge for the delivery thereof, and no extra or additional charge shall be made for such delivery.

Clause 5, Section 33, Act April 29, 1874, P. L. 73.

Section 9. It shall be lawful for any telephone corporation to buy and own the capital stock of any other like corporation, and to acquire, in the manner hereinafter provided, and thereafter be possessed of, own, hold, exercise and enjoy all the franchises, corporate property, rights and credits then possessed, owned, held or exercised by said last mentioned vendor corporation, for the purpose of connecting said telephone lines into a continuous telephone system: Provided, That the provisions of this section shall not apply to telephone companies owning or operating, or in any way controlling, competing lines.

Section 1, Act of June 14, 1901, P. L. 566.

Section 10. Such acquisition shall be effected in the manner and upon the conditions hereinafter stated, to-wit:

First. The corporations shall, pursuant to resolution duly adopted by the directors of each, make and execute, under their respective corporate seals duly attested, an agreement providing for such terms, stipulations and conditions thereof, and particularly showing the number of outstanding shares of capital stock of the vendor corporation, the amount fixed as the price or value per share thereof, and the mode by which the respective holders shall receive payment for the same, and with a map of the telephone line to be acquired thereunder, annexed and made part thereof.

Second. Said agreement shall be submitted for approval or disapproval to the stockholders of each corporation at separate meetings, either annual or special, duly convened after not less than sixty days' notice given by advertisement in at least one newspaper of general circulation, published in each county in which said corporations have their principal offices; and if said agreement shall be approved

by a majority of the stockholders of each corporation present at such meeting, then that fact shall be certified by the secretary of each corporation, under its corporate seal, and a copy of the agreement, with said certificates attached, shall be filed in the office of the Secretary of the Commonwealth; and immediately upon the filing thereof all the corporate rights, franchises and privileges, and all the corporate property, real, personal and mixed, rights and credits, owned, possessed, held, used, or otherwise exercised by the vendor corporation, shall (subject, however, to full payment, in the manner prescribed by said agreement, of the stipulated price or value of the whole capital stock of said vendor corporation), become and be vested in the acquiring corporation, subject to all the debts, liabilities and duties of said vendor corporation, and shall thereafter be possessed, held, used, exercised and enjoyed by said acquiring corporation as fully, completely and absolutely in all respects as the same had been theretofore owned, held, exercised and enjoyed by said vendor corporation; and said acquiring corporation may, also, with respect to the property so acquired, have, exercise and enjoy all the rights, powers, privileges and franchises which it has and may exercise respecting its other lines and property. Upon the filing in the office of the Secretary of the Commonwealth of said copy of agreement and attached certificates, as herein required, the capital stock of said vendor corporation shall be wholly extinguished, by payment in the mode prescribed in the said agreement of the stipulated price or value thereof, and all certificates representative thereof shall be delivered to the acquiring corporation for immediate cancellation; and all the corporate rights, franchises, privileges and property of every kind acquired under said agreement, shall thereafter be represented by the capital stock of the acquiring corporation, and thereupon the corporate existence of the said vendor corporation shall terminate.

Section 2, Act June 14, 1901, P. L. 566.

Section 11. The copy of said agreement, with said certificates attached, filed in the office of the Secretary of the Commonwealth, shall be evidence of the lawful holding of the meetings of stockholders of each corporation, and of the due approval of the said agreement as required by this act, as well as the precedent action of the directors of each, approving thereof. If any stockholder or stockholders of the corporation whose franchises, corporate property, rights and credits are acquired under said agreement, and who did not vote in favor of said agreement, shall be dissatisfied with the said acquisition and the terms and conditions thereof contained in said agreement, then it shall and may be lawful for any such stockholder or stockholders, within thirty days after the filing of said agreement in the office of the Secretary of the Commonwealth, to apply by petition

to the Court of Common Pleas of the county in which the chief office of the said last mentioned corporation may be situated, to appoint three disinterested persons to estimate and appraise the damage if any, which such stockholder or stockholders shall suffer or sustain by reason of the purchase and acquisition provided for by said agreement, and whose award or that of a majority of them, when confirmed by the said court, shall be final and conclusive; and the persons so appointed shall also appraise the share or shares of said stockholders in the said company at the market value thereof without regard to to any depreciation resulting from said purchase and acquisition; and the said company may, at its election, either pay to the said holder the amount of damages so found or the value of the stock so ascertained, and upon payment of the value of the stock, as aforesaid, the same shall be transferred to and be vested in said acquiring company.

Section 3, Act June 14, 1901, P. L. 566.

Section 12. In connection with and upon consummation of such acquisition, as aforesaid, the acquiring company may issue its own, then authorized, capital stock, or its own bonds, either or both, at not less than the par or face value thereof, not exceeding the amount authorized by its charter, for the purpose of paying and extinguishing the outstanding capital stock and bonded indebtedness or either, of the corporation whose rights, property and franchises are so acquired.

Section 4, Act June 14, 1901, P. L. 566.

Section 13. Whenever any wire or cable used for any telegraph, telephone, electric light, or other wire, or cable for electric purposes, is or shall be attached to, or does or shall extend upon, or over any building or land, no lapse of time whatsoever shall raise a presumption, or justify a prescription of any perpetual right to such attachment or extension.

Act April 19, 1883, P. L. 13.

Section 14. Whenever any telegraph, telephone or electric light company shall have erected its poles and lines along any turnpike, public road, street, lane, alley or highway in this Commonwealth, the owner or owners of land adjoining said turnpike or public road, who may claim to be damaged by the erection or maintenance of said lines by reason of the cutting of trees, whether planted in the said turnpike, public road, street, lane, alley or highway, or on enclosed or unenclosed land adjoining the same, may petition the Court of Common Pleas of the county in which said damage shall be alleged to have been committed, whereupon the said court shall appoint three impartial men, citizens of the county in which said damages shall be

alleged, as viewers, who shall, after having been duly sworn or affirmed to the faithful performance of their duties, assess the damages done, if any, to the petitioner and shall report the same to the said court, at the first week of the next regular term thereof after the said appointment, which report shall, upon its presentation as aforesaid, be confirmed nisi; and if no appeal be entered to the same on or before ten days from the Saturday of the week in which the same is presented, it shall then be confirmed absolutely and judgment entered by the prothonotary of the said court upon the same against the said company.

Section 1, Act June 2, 1891, P. L. 170.

Section 15. The compensation of the viewers provided for by the fourteenth section of this article shall be the same as is now provided for road viewers and shall be paid by the defendant company, where damages are awarded, otherwise by the petitioner: Provided, That the provisions of this act shall not apply to the police patrol or fire department telegraph lines.

Section 2, Act June 2, 1891, P. L. 170.

Section 16. The various telegraph companies within the limits of this state shall be required to forward and receive over their lines all messages that may be offered for transmission by individuals or incorporated companies: Provided, The parties offering such messages or dispatches tender, for the transmission thereof, the amount of the usual fee for such transmission. And in case of a refusal or neglect on the part of any of the agents of the telegraph lines in this state, to send or receive in their regular order, except as hereinbefore excepted, such messages or dispatches by telegraph, the company shall be liable to a fine of one hundred dollars for each and every message so refused or neglected, to be sued for and recovered before any justice of the peace of this Commonwealth, as debts of like amount are recovered, the one-half of said fine to go to the state, and the other half to the party suing for the same: And provided further, That in any suit to be brought for the recovery of said fine, notice served on the president, director, agent or either of them shall be sufficient.

Act of March 29, 1849, Section 15, P. L. 263.

Section 17. It shall not be lawful for any person connected with any line of telegraph in this Commonwealth, whether as superintendent, operator or in any other capacity whatsoever to use or cause to be used, or make known or cause to be made known, the contents of any dispatch of whatsoever nature, which may be sent or received over any line of telegraph in this Commonwealth, without the consent or direction of either the party sending or receiving the same; and

all dispatches which may be filed at any office in this Commonwealth for transmission to any point, shall be so transmitted without being made public, or their purport in any manner divulged at any intermediate point, on any pretense whatever; and in all respects the same inviolable secrecy, safe-keeping and conveyance shall be maintained by the officers and agents employed upon the several telegraph lines of this Commonwealth, in relation to all dispatches which may be sent or received as is now enjoined by the laws of the United States, in reference to the ordinary mail service: Provided, That nothing in this section shall be so construed as to prevent the publication, at any point, of any dispatch of a public nature which may be sent by any person or persons with a view to general publicity.

Section 7, Act April 14, 1851, P. L. 612.

Section 18. It shall be the duty of all owners, superintendents and operators, to preserve the originals of all messages sent from such office, other than those intended for publication, for at least three years, and to produce the same in evidence, whenever duly subpoenaed to do so, by the individual or individuals, or counsel of the individual or individuals sending or receiving a copy of such messages in any court of justice or before any committee of the Legislature and where the same shall be decided by such court or committee to be material to any issue or matter there to be tried or determined, under the like penalty as in other cases: Provided, That the confidential communications between attorney and client, so transmitted, shall in no case be divulged.

Section 2, Act May 8, 1855, P. L. 531.

Section 19. Whenever any telegraph corporation, telegraph association or telegraph company, chartered for telegraph purposes, and owning and controlling a telegraph line in this State, shall consolidate with any other telegraph corporation, telegraph association, or telegraph company, chartered for telegraph purposes and owning and controlling a competing telegraph line, the said competing telegraph lines and all franchises, and property connected therewith, for the operation of the same, within this State, shall be forfeited to become the property of this Commonwealth.

Section 1, Act June 5, 1883, P. L. 84.

Section 20. Whenever any such corporation, association or company, owning and controlling a line of telegraph, shall hold a controlling interest in the stock or bonds of any such other telegraph corporation, association or company, owning a competing line of telegraph, or shall acquire by purchase or otherwise any other com-

peting line of telegraph, the stock or bonds so held, and the telegraph line, together with all franchises so purchased or otherwise acquired, shall be forfeited to and become the property of the Commonwealth.

Section 2, Act June 5, 1883, P. L. 84.

Section 21. Whenever any telegraph line, franchises, property, stocks, or bonds become forfeited and escheat to the Commonwealth, under the nineteenth and twentieth sections of this article, such forfeiture and escheat may be decreed under proceedings by quo warranto in any court of common pleas of this state, from which decree any party interested may appeal to the Supreme Court at any time within six months after such decree, and not afterward: Provided, That any holder of stock or bonds of any such telegraph company, who shall have been opposed to the consolidation with or sale to the competing company, or shall not have assented thereto or acquiesced therein, may be admitted as a co-defendant in such quo warranto proceedings, and upon proof of such opposition or want of assent and acquiescence to the satisfaction of the court, it shall be lawful for the court to so mould the decree as to be without prejudice to the right of such innocent stockholders to hold his stock; and in case of an innocent bondholder that he shall be entitled to such pro rata share of the proceeds of the sale by the Commonwealth, as hereinafter provided, as his bonds shall bear to the whole amount outstanding; but in no case to exceed the par value of his bonds and accrued interest thereon.

Sec. 3, Act June 5, 1883, P. L. 84.

Section 22. After a final decree of the court establishing the forfeiture and escheat to the Commonwealth, as provided in section three of this act, the auditor general shall expose to sale at public auction, at the capitol, in Harrisburg, the telegraph line, franchises, property, stocks and bonds so escheated, after notice of said sale by publication for four successive weeks in at least one newspaper in each county through which the escheated telegraph line passes, and at said sale the said telegraph line, franchises, property, stocks and bonds shall be sold to the highest and best bidder for cash: Provided, That no such corporation, association or company, owning or operating a competing line of telegraph, shall become a purchaser at said sale; and upon the payment of the price at which the same shall be thus sold, and the filing with the secretary of state of the certificate of the state treasurer, that the money has been so paid, together with the certificate of the auditor general setting forth the fact and terms of the sale, a deed for the telegraph line, franchises, property, stocks and bonds so sold, shall be executed in the name and under the seal of the Commonwealth, to the purchaser or purchasers, signed by the

Governor and attested by the Secretary of the Commonwealth, which deed shall vest in the purchaser or purchasers a valid and sufficient title thereto.

Section 4, Act June 5, 1883, P. L. 84.

Section 23. The said court shall have power to summon the officers of any such corporations, associations or companies, or either of them, by subpoena, citation or otherwise, as the said court shall direct, to appear before said court and produce all of its or their books and papers, and to examine them upon oath, to ascertain whether they are or any of them have violated the twelfth section of the sixteenth article of the Constitution of this Commonwealth, and shall have power to enforce their appearance by attachment, as in case of other witnesses, or the said court may direct to be filed a bill of discovery in the said court against the officers, directors or trustees of any such corporations, associations, or companies or either of them, which the defendants therein shall answer under the compulsion usual in such cases, and the evidence so taken and their answers may be used, in the said proceedings, to assert the rights of the Commonwealth.

Section 5, Act June 5, 1883, P. L. 84.

Section 24. The purchaser or purchasers for or on whose account any telegraph line, franchises or property shall be purchased from the Commonwealth, as authorized by this article, where an organization is effected and a certificate filed as required in the proviso hereto, shall be and they are hereby constituted a body politic and corporate, and shall be vested with all the right, title, interest, property, claim and demand in law and equity, of, in and to such telegraph line, with its appurtenances and with all the rights, powers, immunities, privileges and franchises of the said corporation, association or company owning the said telegraph line, property and franchises at and immediately before the forfeiture thereof under Sections one and two of this act; and the person or persons for or on whose account any such telegraph line, property and franchises shall be purchased, shall meet, within thirty days after the delivery of the deed from the Commonwealth, public notice of the time and place of such meeting having been given, at least once a week for two weeks, in at least one newspaper, published in the city of Harrisburg, and organize said new corporation by electing a president and board of six directors, (to continue in office until the first Monday in May succeeding such meeting, when, and annually thereafter, on the said day a like election for a president and six directors shall be held to serve for one year), and shall adopt a corporate name and common seal, determine the amount of the capital stock thereof, and shall have power and authority to make and issue certificates therefor to the purchaser or

purchasers aforesaid, to the amount of their respective interests therein, in shares of fifty dollars each; and may then, or at any time thereafter, create and issue preferred stock to such an amount, and on such terms, as they may deem necessary; and from time to time issue bonds, at a rate of interest not exceeding seven per centum, to any amount not exceeding their capital stock, and to secure the same by one or more mortgages upon the telegraph line, property and franchises, or on any part or parts thereof: Provided, That the persons or persons for or on whose account the purchase is made, shall organize by the election of a president and a board of directors as above provided within three calendar months after the delivery of the deed from the Commonwealth, and within one calendar month after such organization make a certificate thereof under its common seal, attested by the signature of its president, specifying the date of such organization, the corporate name adopted, the amount of capital stock and the names of the president and directors, and transmit the said certificate to the secretary of state at Harrisburg, to be filed in his office and there remain of record, and a certified copy of such certificate, so filed, shall be evidence of the corporate existence of said new corporation.

Section 6, Act June 5, 1883, P. L. 84.

(COMP.)

CHAPTER XXVIII.

ARTICLE I.

TITLE INSURANCE AND TRUST COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the insurance of owners of real estate, mortgagees and others interested in real estate, from loss by reason of defective titles, liens and incumbrances.

Sections 1 and 2, Act of April 29, 1874, P. L. 73.

Section 2. Companies which may have been heretofore, or which may hereafter be, incorporated under the provisions of this chapter,

for the insurance of owners of real estate, mortgagees, and others interested in real estate from loss by reason of defective titles, liens and incumbrances, shall have the power and right:

First. To make insurances of every kind pertaining to or connected with titles to real estate, and to make, execute and perfect such and so many contracts, agreements, policies and other instruments as may be required therefor.

Second. To receive and hold on deposit and in trust and as security, estate, real and personal, including the notes, bonds, obligations of states, individuals, companies and corporations, and the same to purchase, collect, adjust and settle, sell and dispose of, in any manner, without proceeding in law or equity, and for such price, and on such terms as may be agreed on between them and parties contracting with them: Provided, That nothing herein contained shall authorize said companies to engage in the business of banking.

Third. To make insurance for the fidelity of persons holding places of responsibility and of trust, and to receive upon deposit for safe keeping, jewelry, plate, stocks, bonds and valuable property of every description, upon terms as may be agreed upon.

Fourth. To act as assignees, receivers, guardians, executors, administrators, and to take and receive and execute trusts of every description not inconsistent with the laws of this State or of the United States, and to receive deposits of money, and to issue their obligations therefor, to invest their funds, other than funds committed to their care by the orphans' court, in and to purchase real and personal securities, and to loan money on real and personal securities, and to invest funds committed to their care by the orphans' court in such securities as shall be approved by such courts.

Every court into which money may be paid by parties, or to be placed by order or by judgment, may, by order, direct the same to be deposited with any such corporation.

Fifth. To act as agents for the purpose of issuing or countersigning the certificates of stock, bonds or other obligations of any corporation, association or municipality, state or public authority, and to receive and manage any sinking fund thereof on such terms as may be agreed upon.

Sixth. To become sole surety in any case whereby law one or more sureties may be required for the faithful performance of any trust, office, duty, action or engagement.

Seventh. To take, receive and hold any and all such pieces of real property as may have been, or may hereafter be, the subject of any insurance made by such companies under the powers conferred by their charter, and the same to grant, bargain, sell, convey and dispose of in any such manner as they see proper.

Eighth. To purchase and sell real estate and take charge of the same.

Ninth. To act as security for the faithful performance of any contract entered into with any person, or municipal or other corporation, or with any state or government, by any person or persons, corporation or corporations.

Tenth. To become sole security for the faithful performance of the duties of any national, State, county or municipal officer, and to execute such bonds or recognizances as may be required by law in such cases.

Eleventh. To become security for the faithful performance of the duties of any clerk or employe of any corporation, company, firm or individual.

Twelfth. To become security for the payment of all damages that may be assessed and directed to be paid for lands taken in the building of any railway, or for the purposes of any railway, or for the opening of streets or roads, or for any purpose whatever where land or other property is authorized by law to be taken.

Thirteenth. To become security upon any writ of error or appeal or in any proceedings instituted in any court of this Commonwealth, in which security may be required: Provided however, That nothing in this article shall be so construed as to dispense with the approval of such body, corporation, court or officer, as is by law now required to approve such security.

Clause I, Act May 9, 1889, P. L. 159, amending Section 29, Act of April 29, 1874, and Act of April 21, 1903, P. L. 223, which amended the Act of June 29, 1895, P. L. 127, which amended Paragraph 4, Section 1, Act of May 9, 1889, P. L. 159.

Section 3. Before exercising any of the powers hereinbefore conferred, each such corporation shall have a paid-up capital of not less than one hundred and twenty-five thousand dollars, an affidavit of which fact, made by the treasurer thereof, shall be filed in the office of the Secretary of the Commonwealth, and each such company, heretofore or hereafter incorporated, shall file in the office of the Secretary of the Commonwealth, a certificate of its acceptance hereof made by formal resolution adopted at a regular or called meeting of the directors, trustees, managers or other proper officer thereof and certified under the corporate seal of such company, and a copy of such affidavit and of such resolution certified under the seal of the office of the Secretary of the Commonwealth shall be evidence of compliance with the requirements hereof.

Clause I, Act May 9, 1889, P. L. 159.

Section 4. All companies incorporated under the provisions of this article for the insurance of owners of real estate, mortgagees, and others interested in real estate from loss, by reason of defective titles, liens, and incumbrances, are hereby authorized and empowered to guarantee the payment of the principal and interest of bonds secured by mortgage upon real estate, and to make and execute such contracts and policies as may be required therefor. Before any such corporation shall exercise the power herein conferred, capital to the amount of at least one hundred and twenty-five thousand (\$125,000.00) dollars shall have been paid in cash into its treasury.

Act June 1, 1907, P. L. 382.

Section 5. Whenever any trust company shall receive and accept the office or appointment of assignee, receiver, guardian, executor, administrator, or to be directed to execute any trust whatever, the capital of the said company shall be taken and considered as the security required by law for the faithful performance of their duties as aforesaid and shall be absolutely liable in case of any default whatever.

Clause 2, Act May 9, 1889, P. L. 159.

Section 6. Any executor, administrator, guardian or trustee, having the custody or control of any bonds, stock, securities or other valuables belonging to others, shall be authorized to deposit the same for safe keeping with said companies.

Clause 3, Act May 9, 1889, P. L. 159.

Section 7. Whenever any court shall appoint any trust company, assignee, receiver, guardian, executor, administrator, or to execute any trust whatever, the said court may, in its discretion, or upon the application of any person interested, issue under its seal a mandate to the banking commissioner of Pennsylvania, directing him to forward to said court a certified copy of the last report of such institution filed in his office, which said certified copy shall be filed at the number and term of said court at which such company shall have been approved by said court to act in such capacity; or the said court may, in its discretion, or upon the application of any person interested, issue under the seal of said court a mandate to the banking commissioner requiring him or one of the banking examiners of the State of Pennsylvania to investigate the affairs and management of the company so appointed or approved, who shall report to said court the manner in which its investments are made and the security afforded to those by and for whom its engagements are held, which said report shall be filed of record as hereinbefore provided; and the expense of such investigation, or certified copy of the last report so filed in the office of the banking commis-

sioner of the State and hereby required to be furnished to said court, shall be defrayed by the company so examined or reported upon. The fees or charges against such company for such certified copy from the banking commissioner's office shall not exceed the sum of one dollar for the first page and fifty cents for each additional page. The expense of such special examination, as herein authorized to be required by said court, shall not exceed the compensation now allowed by law to the banking department for examination and report upon such institution. No other persons shall be appointed nor permitted to make such examinations.

Act of June 7, 1907, P. L. 454, amending Clause 4, Act of May 9, 1889, P. L. 159.

Section 8. All trust companies shall keep all trust funds and investments separate and apart from the assets of the companies, and all investments made by the said companies as fiduciaries shall be so designated as that the trust to which such investments shall belong, shall be clearly known.

Clause 5, Act of May 9, 1889, P. L. 159.

Section 9. Whenever any person, individually, or in any public or private trust, who is now, or hereafter may be required or permitted by law to make or execute and give a bond, or undertaking with security, conditioned for the faithful performance of any duty or for the doing or not doing of anything in said bond or undertaking specified, any head of a department, judge of the Supreme Court, or prothonotary thereof, judge of the court of common pleas or prothonotary thereof, judge of the orphans' court, register of wills, sheriff, magistrate or any other officer who is now or shall be hereafter required to approve the sufficiency of any such bond or undertaking, may, in the discretion of such officer, accept such bond or undertaking, and approve the same, whenever the conditions of such bond or undertaking are guaranteed by a company duly authorized by the insurance department of this State to do business in this State, and authorized to guarantee the fidelity of persons holding positions of public or private trust; and such company may become sole surety in any case, where by law, one or more sureties may be required for the faithful performance of any trust or duty: Provided, however, That where such bond or undertaking shall involve the safe keeping or faithful application of the assets of any fiduciary, such head of department, judge or other officer shall make such order or decree as shall assure the retention of such assets within this Commonwealth, in such manner as such head of department, judge or officer may direct, until disposition thereof be made according to law.

Act of June 25, 1885, P. L. 181.

Section 10. Every court into which moneys may be paid by parties or be brought by order or judgment may, by order, direct the same to be deposited with any such trust corporation.

Section 2, Act of May 29, 1895, P. L. 127.

Section 11. Companies heretofore incorporated under the laws of this Commonwealth, with a paid-up capital of not less than one hundred and twenty-five thousand dollars, and authorized by their charters to make insurance for the fidelity of persons holding places of responsibility and trust, to receive for safe keeping stocks, bonds and other valuable personal property, to receive and hold on deposit and in trust real and personal estate, to receive money and allow interest thereon, and to purchase and sell notes, bonds or other obligations, to adjust and settle accounts of estates, individuals and corporations, shall be authorized to exercise all the additional rights, powers and privileges conferred upon trust companies incorporated under the provisions of Section twenty-nine of said act, approved April twenty-ninth, one thousand eight hundred and seventy-four, and of the supplement thereto, entitled "An Act supplementary to an act, entitled 'An Act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, amending the twenty-ninth section of said act so as to provide for the further regulation of and granting additional powers to, all corporations now or hereafter incorporated under the provisions of said act for the insurance of owners of real estate, mortgagees and others interested in real estate from loss by reason of defective titles, liens and incumbrances," approved the ninth day of May, Anno Domini one thousand eight hundred and eighty-nine, which reads as follows:

"Section 1. Be it enacted by the Senate and House of Representatives of the Commonwealth of Pennsylvania in General Assembly met, and it is hereby enacted by the authority of the same, that Section twenty-nine of an act approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled 'An Act to provide for the incorporation and regulation of certain corporations,' which reads as follows:

"Insurance of Titles.

Section 29. Companies incorporated under the provisions of this act for the insurance of owners of real estate, mortgagees and others interested in real estate ~~from~~ loss by reason of defective titles, liens and incumbrances shall have the power and right to make insurances of every kind pertaining to or connected with titles to real estate and shall have the power and right to make, execute and perfect such

and so many contracts, agreements, policies and other instruments as may be required therefor," be and the same is hereby amended and extended to read as follows:

Insurance of Titles.

Section 29. Clause I. Companies which may have been heretofore, or which may hereafter be, incorporated under the provisions of this act for the insurance of owners of real estate, mortgagees, and others interested in real estate from loss by reason of defective titles, liens and incumbrances, shall have the power and right:

First. To make insurances of every kind pertaining to or connected with titles to real estate, and to make, execute and perfect such and so many contracts, agreements, policies and other instruments as may be required therefor.

Second. To receive and hold on deposit and in trust and as security, estate, real and personal, including the notes, bonds, obligations of States, individuals, companies, and corporations, and the same to purchase, collect, adjust and settle, sell and dispose of in any manner, without proceeding in law or equity, and for such price, and on such terms as may be agreed on between them and parties contracting with them: Provided, That nothing herein contained shall authorize said companies to engage in the business of banking.

Third. To make insurance for the fidelity of persons holding places of responsibility and of trust, and to receive upon deposit for safe keeping, jewelry, plate, stocks, bonds and valuable property of every description, upon terms as may be agreed upon.

Fourth. To act as assignees, receivers, guardians, executors, administrators, and to execute trusts of every description not inconsistent with the laws of this State or of the United States.

Fifth. To act as agents for the purpose of issuing or countersigning the certificates of stock, bonds or other obligations of any corporation, association or municipality, State or public authority, and to receive and manage any sinking fund thereof on such terms as may be agreed upon.

Sixth. To become sole surety in any case where by law one or more sureties may be required for the faithful performance of any trust, office, duty, action or engagement.

Seventh. To take, receive and hold any and all such pieces of real property as may have been, or may hereafter be, the subject of any insurance made by such companies under the powers conferred by their charter, and the same to grant, bargain, sell, convey and dispose of in any such manner as they see proper.

Eighth. To purchase and sell real estate and take charge of the same.

Ninth. To act as security for the faithful performance of any contract entered into with any person, or municipal or other corporation or with any State or government, by any person or persons, corporation or corporations.

Tenth. To become sole security for the faithful performance of the duties of any national, State, county or municipal officer, and to execute such bonds or recognizances as may be required by law in such cases.

Eleventh. To become security for the faithful duties of any clerk or employe of any corporation, company, firm or individual.

Twelfth. To become security for the payment of all damages that may be assessed and directed to be paid for lands taken in the building of any railway, or for the purposes of any railway, or for the opening of streets or roads, or for any purpose whatever where land or other property is authorized by law to be taken.

Thirteenth. To become security upon any writ of error or appeal, or in any proceeding instituted in any court of this Commonwealth, in which security may be required: Provided, however, That nothing in this act shall be so construed as to dispense with the approval of such body, corporation, court or officer, as is by law now required to approve such security: Provided, however, That before exercising any of the powers hereby conferred, each such corporation shall have a paid-up capital of not less than one hundred and twenty-five thousand dollars, an affidavit of which fact, made by the treasurer thereof, shall be filed in the office of the Secretary of the Commonwealth, and each such company, heretofore or hereafter incorporated, shall file in the office of the Secretary of the Commonwealth a certificate of its acceptance hereof made by formal resolution adopted at a regular or called meeting of the directors, trustees, managers or other proper officers thereof and certified under the corporate seal of such company, and a copy of such affidavit and of such resolution certified under the seal of the office of the Secretary of the Commonwealth shall be evidence of compliance with the requirements hereof.

Clause II. That whenever such companies shall receive and accept the office or appointment of assignees, receiver, guardian, executor, administrator, or to be directed to execute any trust whatever, the capital of the said company shall be taken and considered as the security required by law for the faithful performance of their duties as aforesaid and shall be absolutely liable in case of any default whatever.

Clause III. That any executor, administrator, guardian or trustee, having the custody or control of any bonds, stock, securities or other valuables belonging to others, shall be authorized to deposit the same for safe keeping with said companies.

Clause IV. That whenever any court shall appoint said companies, assignees, receiver, guardian, executor, administrator, or to execute any trust whatever, the said court may in its discretion, or upon the application of any person interested, appoint a suitable person to investigate the affairs and management of the company so appointed, who shall report to such court the manner in which its investments are made and the security afforded to those by or for whom its engagements are held, and the expense of such investigation shall be defrayed by the said company; or the court may, if deemed necessary, examine the officers of said company under oath or affirmation as to the security aforesaid.

Clause V. The said companies shall keep all trust funds and investments separate and apart from the assets of the companies, and all investments made by the said companies as fiduciaries shall be so designated as that the trust to which such investments shall belong shall be clearly known."

Section 1, Act of June 27, 1895, P. L. 399.

Section 12. That any company entitled to the benefits of this act and desirous of availing itself of the same, shall furnish the affidavit as to paid up capital required by the said supplementary act, and conform to all other conditions and requirements thereof applicable to companies organized under the provisions of the said act, approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, and the aforesaid supplement thereto.

Section 2, Act of June 27, 1895, P. L. 399.

Section 13. Whenever any bond, undertaking, recognizance or other obligation is, by law, or the charter, ordinances, rules or regulations of any municipality, board, body, organization or public officer, required or permitted to be made, given, tendered or filed with surety or sureties, and whenever the performance of any act, duty or obligation, or the refraining from any act, is required or permitted to be guaranteed, such bond, undertaking, obligation, recognizance or guarantee may be executed by a surety company qualified, to act as surety or guarantor as hereinafter provided, and such execution by such company of such bond, undertaking, recognizance, obligation or guarantee shall be in all respects a full and complete compliance with every requirement of every law, charter, ordinance, rule or regulation, that such bond, undertaking, obligation, recognizance or guarantee shall be executed by one surety or by one or more sureties, or that such sureties shall be residents or householders or freeholders, or either, or both, or possess any other qualification.

Section 1, Act June 26, 1895, P. L. 343.

Section 14. Any such foreign surety company to be qualified to so act as surety or guarantor, must be authorized under the laws of the state or county where incorporated and by its charter, to guarantee the fidelity of persons holding places of public or private trust, and to guarantee the performance of contracts other than insurance policies, and to execute bonds and undertakings required or permitted in actions or proceedings or by law allowed, must comply with the requirements of the laws of this State applicable to such companies in doing business therein, must have a paid-up, unimpaired and safely invested capital of at least two hundred and fifty thousand dollars, must have at least one hundred thousand dollars invested in securities created by the laws of the United States, or by or under the laws of the state or county wherein it is incorporated, or in other safe, marketable and interest-bearing stocks and securities, the value of which shall be at or above par and deposited with or held by the insurance commissioner or other corresponding officer of the state or country where such company is domiciled, or any state of the United States in which it is authorized to transact business, in trust for the benefit of the holders of the obligations of such company; its liabilities must not exceed its available assets, which said liabilities, however, shall be taken to be its capital stock, its outstanding debts and a premium reserved equal to fifty per centum of the annual premium on all outstanding risks in force. Such company shall also, before transacting business in this State under this act, file with the insurance commissioner a certified copy of its charter or act of incorporation, a written application to be authorized to do business under this act, and a statement signed and sworn to by its president or one of its vice-presidents and its secretary or one of its assistant secretaries stating the amount of its paid-up cash capital, particularly each item of investment, the amount of premium on existing bonds upon which it is surety, the amount of liability for unearned portion thereof estimated at fifty per centum of the annual premium on all outstanding premiums for one year or less, and pro rata for terms of more than one year, stating also the amount of its outstanding debts of all kinds; and if such company is incorporated under the laws of any other state or country than this State, it shall, in addition thereto, file a power of attorney appointing some resident of this State upon whom service of process may be made as required by existing laws, whereupon, if the insurance commissioner be satisfied that such company is solvent and has the cash capital herein provided for and surplus assets in excess of its capital stock, its outstanding debts and the premium reserve specified, and that it has, in all respects, complied with and is qualified under this act, he shall issue to such company and to each of its agents in this State his certificate that it is authorized to become and be accepted as sole surety on all bonds, undertakings and obligations required or permitted by law or

the charter ordinances, rules or regulations of any municipality, board, body, organization or public officer, which said certificate shall be conclusive proof of the solvency and credit of such company for all purposes and of its right to be so accepted as such sole surety and its sufficiency as such. Such company shall also annually, in the month of January, file with the insurance commissioner a statement similar to that hereinbefore in this section provided for, and shall also furnish him with a certificate from the officer with whom the deposit herein mentioned is required to be made, describing such securities so deposited and the manner in which they are held by him, and stating that he is satisfied that such securities are fully worth one hundred thousand dollars, and also shall furnish the insurance commissioner with such other information touching the condition and credit as he may require, signed and sworn to as in this section required.

Section 2, Act June 26, 1895, P. L. 343.

Section 15. It shall be lawful for any party of whom a bond or undertaking is required to agree with his sureties for the deposit of any or all moneys for which said sureties are or may be held responsible, with a trust company authorized by law to receive such deposit, if such deposit is otherwise proper, and for the safe keeping of any and all other depositable assets for which said sureties are or may be held responsible with a safe deposit company authorized by law to do business as such, in such manner as to prevent the withdrawal of such moneys and assets, or any part thereof, except with the written consent of such sureties, or an order of the court made on such notice to them as such court may direct.

Section 3, Act of June 26, 1895, P. L. 343.

No company having signed such a bond, undertaking or obligation shall be permitted to deny its corporate power to execute such instrument or incur such liability in any proceeding to enforce liability against it thereunder.

Section 4, Act of June 26, 1895, P. L. 343.

Section 16. In all cases where a corporation is or shall be charged with the execution of any trust, the president, vice-president, trust officers, treasurer or secretary of such corporation, shall make the usual oath or affirmation directed to be taken by private persons in such other like cases.

Act of February 16, 1877, P. L. 3.

Section 17. In case of any distribution of the money, funds, property, or other assets, whatsoever, of any trust company, in the course of its liquidation by legal process or otherwise, distribution shall be made and preferred in the following order, namely:

First. To the payment of all depositors in the trust company, whether the deposits be subject to immediate check or only payable after specified notice, or at the expiration of a fixed period, whether or not such notice has been given or such period expired at the time of such distribution. Bona-fide holders for value of certified checks on such trust company, or of certificates of deposit issued by such trust company, or of checks or drafts of such trust company given in exchange for or in payment of checks or drafts of depositors of such company drawn thereon, not exceeding the balance to the credit of such depositor, shall also be treated and considered as depositors within the meaning of this act.

Second. To the payment and discharge of all the remaining liabilities of such trust company or corporation.

Third. The residue, if any, shall be distributed to the shareholders of the trust company or corporation according to their respective legal rights.

Provided, however, That all trust money and property shall be kept separate and distributed to the beneficiaries accordingly.

Act of May 23, 1913, P. L. 354, amending the Act of May 8, 1907, P. L. 192.

Section 18. No corporation shall be hereafter chartered, under the laws of this Commonwealth, with the word "trust" as part of its name, except corporations under the supervision of the commissioner of banking; nor shall any corporate name be so amended as to include the word "trust" unless the corporation be under such supervision.

No person, copartnership, limited copartnership, or corporation, except only corporations reporting to, and under supervision of, the commissioner of banking of this Commonwealth, or reporting to and under supervision of the commissioner of banking of some other state or commonwealth, shall, in this Commonwealth, advertise or put forth any sign as a trust company, or use the word "trust" as part of its name or title: Provided, always, That this article shall not be held to prevent any individual, as such, from acting in any trust capacity as heretofore. Any violation of any provision of this section shall constitute a misdemeanor, and, on conviction thereof, the offender shall be sentenced to pay a fine of not exceeding five hundred dollars for each offense.

Sections 1 and 2, Act of April 22, 1909, P. L. 121

Nothing in this act shall be deemed to authorize any person, co-partnership, limited copartnership, or corporation, except such as report and are under the supervision of the commissioner of banking of this Commonwealth, in this Commonwealth, to solicit or receive deposits.

Section 3, Act of April 22, 1909, P. L. 121.

Section 19. All companies authorized to execute trusts of any description and to receive deposits of money, which are now or which may hereafter be incorporated under the laws of this Commonwealth, and all trust companies or other companies receiving deposits of money, which may have been heretofore or which may hereafter be incorporated under the provisions of this chapter or heretofore incorporated under the provisions of Section twenty-nine of the Corporation Act of one thousand eight hundred and seventy-four, are hereby required to create and maintain a reserve fund, which reserve fund in amount and manner shall be as follows:

Section 1, Act May 8, 1907, P. L. 189.

Section 20. Every such corporation, receiving deposits of money subject to check or payable on demand, shall, at all times, have on hand a reserve fund of at least fifteen per centum of the aggregate of all its immediate demand liabilities. The whole of such reserve fund may, and at least one-third thereof shall, consist of either lawful money of the United States, gold certificates, silver certificates, notes or bills issued by any lawfully organized national banking association, or clearing-house certificates, representing specie or lawful money of the United States, gold certificates, silver certificates, association, held and owned by any such corporation as a member of a clearing-house association. One-third, or any part thereof, may consist of bonds of the United States, bonds of the Commonwealth of Pennsylvania, and bonds issued in compliance with law by any city, county, or borough of the Commonwealth of Pennsylvania, and bonds which now are or hereafter may be authorized by law as legal investments for savings banks or savings institutions in Pennsylvania, computed at their par value, and which bonds are the absolute property of such corporation. The balance of said reserve fund, over and above the part consisting of lawful money of the United States, gold certificates, silver certificates, notes and bills issued by any lawfully organized national banking association, or clearing-house certificates, representing specie or lawful money specially deposited for the purpose of any clearing-house association, held and owned by any such corporation as a member of a clearing-house association, and the part thereof consisting of bonds, not exceeding the limits above provided, may consist of moneys on deposit, subject to call, in any bank or trust

company in the State of Pennsylvania which shall have been approved by the commissioner of banking, or in any bank or trust company in any other state, located in any city designated as a reserve city by virtue of the authority of the revised statutes of the United States and the amendments thereto, which shall have been approved by the commissioner of banking.

Section 2, Act May 8, 1907, P. L. 189.

Section 21. Every such corporation, receiving deposits of money payable at some future time, shall, at all times, have on hand a reserve fund equal to at least seven and one-half per centum of all its time deposits. Such reserve fund may consist in part of lawful money of the United States, gold certificates, silver certificates, notes or bills issued by any lawfully organized national banking association, or of clearing-house certificates, representing specie or lawful money specially deposited for the purpose of any clearing house association held and owned by any such corporation as a member of a clearing house association, and in part of bonds of the United States, bonds of the Commonwealth of Pennsylvania, bonds issued in compliance with law by any city, county, or borough of the Commonwealth of Pennsylvania, or of bonds which are now or hereafter may be authorized by law as legal investments for savings banks or savings institutions of Pennsylvania, computed at their par value, and which bonds are the absolute property of such corporation; or it may consist of moneys on deposit, subject to call, in any bank or trust company in the State of Pennsylvania, which shall have been approved by the commissioner of banking, or in any bank or trust company in any other state, located in any city designated as a reserve city by virtue of the authority of the revised statutes of the United States and the amendments thereto, which shall have been approved by the commissioner of banking: Provided, however, That not more than one-third of said reserve fund shall consist of bonds as aforesaid.

Section 3, Act May 8, 1907, P. L. 189.

Section 22. "Immediate demand liabilities" shall include all deposits payable on demand, and all items in the nature of claims payable on demand; and "time deposits" shall include all other deposits not payable by the contract of deposit on demand.

Section 4, Act May 8, 1907, P. L. 189.

Section 23. If the reserve fund of any such corporation shall be less than the amount required by this article, such corporation shall not increase its liability, or make purchases of any character otherwise than by dealing in bills of exchange, payable at sight; nor shall

it make any dividend of profits until the full amount of the reserve fund required herein has been restored. The commissioner of banking shall notify any such corporation, whose reserve fund shall be below the amount herein required, to make good such reserve fund, and if such corporation shall fail, for thirty days after the receipt of such notification, to make good such reserve fund, such corporation may be proceeded against by the said commissioner of banking, for this cause, in the same manner as is provided in Section nine of the Act of eleventh February, eighteen hundred and ninety-five, entitled "An Act creating a banking department, et cetera."

Section 5, Act May 8, 1907, P. L. 189.

Section 24. Every trust company, now, or which may hereafter be, placed by law under the supervision of the commissioner of banking, whether domestic or foreign, shall furnish each depositor or investor with a receipt in full, by pass book or otherwise, for all moneys received, whether as deposits, dues, or on account of instalments for any trust or investment whatever which, until refunded, shall constitute a liability upon the part of the corporation, and shall be kept in proper form on books prepared for the purpose.

Section 1, Act June 12, 1907, P. L. 525.

Section 25. In all reports furnished to the commissioner of banking, the courts of law, or other supervisory authorities, the aggregate of these liabilities shall be set out in full; and it shall not be lawful to reduce the same for the purpose of concealing unadjusted losses, overdrafts, expense charges, or loans, all of which shall be set out in accounts, separate and apart, on the books and reports until adjusted or charged off, and not debited, in any manner whatever, against deposits or other credits for which the corporation may be liable.

Section 2, Act June 12, 1907, P. L. 525.

Section 26. Whenever it may become necessary for any corporation of any class enumerated in the last preceding section to borrow money, provided that it already has the legal right so to do, the amount of such liability shall be set out in full on the books and in all reports required by law, together with assets assigned or which may have been guaranteed for a loan or sale or rediscounts. It shall not be lawful to conceal any assets but a record shall be kept of the same.

Section 3, Act June 12, 1907, P. L. 525.

Section 27. Violation of any of the provisions of this section, and of this chapter shall be deemed a misdemeanor upon the part of any officer or employe of a corporation committing the same, who shall,

upon conviction thereof, be punished by a fine not exceeding one thousand dollars, or imprisonment of one year, or both, at the discretion of the court.

Section 4, Act June 12, 1907, P. L. 525.

Section 28. And it shall be the duty of the commissioner of banking upon discovery, by report or otherwise, of said misdemeanor to institute criminal proceedings, in form and manner provided by law.

Section 5, Act June 12, 1907, P. L. 525.

Section 29. No director of any trust company, heretofore or hereafter incorporated in this Commonwealth, shall receive as a loan an amount greater than ten per centum of the capital stock actually paid in, and surplus; and the gross amount loaned to all officers and directors of such corporations, and to the firms or houses in which they may be interested directly or indirectly, shall not exceed at any time the sum of twenty-five per centum of the capital stock paid in, and surplus.

Section 1, Act of June 14, 1901, P. L. 561.

Section 30. No trust company shall take as security for any loan or discount, a lien on any part of its capital stock; but the same surety, both in kind and amount, shall be required of persons, shareholders and not shareholders; and no such corporation shall be the holder or purchaser of any of its capital, unless such purchase shall be necessary to prevent loss on a debt previously contracted in good faith, on surety which at the time was deemed adequate for the payment of such debt, without a lien upon such stock, or in case of forfeiture of such stock for the non-payment of instalments due thereon. The stock so purchased shall, in no case, be held by the corporation so purchasing for a longer period than six months, if the same can be sold for what such stock cost the corporation.

Section 2, Act of June 14, 1901, P. L. 561.

Section 31. Each and every director of a bank of discount, banking company, co-operative banking association, trust company, safe deposit company, real estate company, mortgage company, title insurance company, guarantee company, surety and indemnity company, and savings bank, which has been or may hereafter be incorporated under the laws of this Commonwealth, with the right to receive moneys on deposit, shall, when appointed or elected, and before assuming the duties of the office, take an oath that he will, so far as the duty devolves on him, diligently, and honestly administer the affairs of such corporation, and will not knowingly violate, or willingly permit to be violated any of the provisions of law applicable

to such corporation, and that he is the owner, in good faith and in his own right, of shares of the capital stock subscribed by him, or standing in his name on the books of the corporation of which he has been appointed or elected a director, the par value of which shall aggregate at least three hundred dollars, and that the same is not hypothecated or in any way pledged as security for any loan or debt. Such oath shall be subscribed by the director making it, and immediately transmitted to the commissioner of banking, by whom it shall be filed.

Act of June 3, 1911, P. L. 652

(COMP.)

CHAPTER XXIX.

ARTICLE I.

TURNPIKE COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the grading, curbing, paving or macadamizing, construction and maintenance of any species of street, road or highway and the furnishing of the materials and labor therefor, or the construction and maintenance of any species of road, other than a railroad, and of bridges in connection therewith.

Section 1, Act April 29, 1874, P. L. 73, and Act of May 24, 1887, P. L. 186, amending Section 2. of the Act April 29, 1874.

Section 2. The application for charter of a road company shall state in addition to the data required to be given in applications for charter by proposed corporations of the second class by Section two, Article I, Chapter III of this act:

1. The kind of road intended to be constructed.
2. The places from and to which the road is intended to be run.
3. The counties through which it is to pass, and the estimated length of the road. All road companies incorporated under this statute shall, from the date of the letters-patent creating the same,

be governed, managed and controlled as follows, and shall be entitled to the benefits of all the general laws of this Commonwealth regulating the turnpike or plank roads.

Section 3, Act April 29, 1874, P. L. 73.

Section 3. The directors of such corporation shall have full power and authority to appoint, agree and contract with such engineers, superintendents, artists, laborers and other persons, as they may think necessary to make and construct such road, and collect the tolls hereinafter authorized, and to fix their compensation; to ascertain the times, manner and proportions in which the stockholders shall pay the amount of their respective shares in order to carry on their work; to draw orders on the treasurer for all debts contracted by them, which orders shall be signed by the president, or in his absence by a majority of the directors, and attested by their clerk, and to do and transact all other acts, matters or things as by the by-laws, orders and regulations of such corporations shall be entrusted to them.

Clause 1, Section 30, Act April 29, 1874, P. L. 73.

Section 4. It may be lawful for the directors of such corporation, by and with their superintendents, engineers, artists, workmen, laborers, their tools and instruments, carts, wagons and other carriages, and beasts of draught or burden, to enter in and upon the lands contiguous and near to which the said road shall be made or constructed, first giving bond and proceeding as required by Section 26, Article II, Chapter III. Any such corporation may change the location of any part of its road which may interfere with any graveyard or cemetery lot or lots.

Clause 2, Section 30, Act April 29, 1874, P. L. 73.

Section 5. The directors of every such corporation shall keep fair and just accounts as well of all moneys received by them as of those paid out and expended in the prosecution of the work, and shall, at least once in every year, submit their books and accounts to a general meeting of the stockholders.

Clause 3, Section 30, Act April 29, 1874, P. L. 73.

Section 6. The directors of such corporation shall have power to erect good and sufficient bridges over all the streams of water crossed by their road, whenever the same shall be found necessary, and shall cause a road, if a turnpike, to be laid out not exceeding fifty feet in width, and cause at least eighteen feet of said width, exclusive of gutters, ditches or drains, to be made an artificial road of wood,

stone, gravel or other proper and convenient materials, such as the nature of the ground may require and will afford, to be constructed in such manner as will admit an even surface, and so nearly level in its progress that it shall in no place rise or fall more than will form an angle of four degrees from a horizontal line; and if a plank road, the same shall be opened of any width not exceed forty feet, and shall be graded in such manner as may be necessary for either a single or double track, as may be determined upon by the directors of the said corporation, each track being not less than eight feet in width, and so nearly level in its progress that it shall in no place rise or fall more than will form an angle of three degrees with a horizontal line: Provided, That if any part of the ground on the route of the said road shall be so hard and compact as to make a good road without any covering of wood, gravel, stone, slate or other hard substance, the said directors are hereby authorized to construct such part of said road without any such covering, and shall forever maintain and keep the same in good repair: Provided, That said bridges shall not be constructed so as to obstruct the navigation of any stream declared a public highway.

Clause 4, Section 30, Act April 29, 1874, P. L. 73.

Section 7. Whenever such corporation shall have finished five miles or more of road, or, if the entire road be for a shorter distance, then when completed, the court of quarter sessions of the proper county shall appoint forthwith three skillful, judicious and disinterested persons to view and examine the same, and report on oath or affirmation whether the said road is so far executed in a competent and workmanlike manner, according to the true intent and meaning of this act, and if their report shall be in the affirmative, then the said court, shall, by its order, under the seal of the court, permit and suffer said corporation to erect and fix such and so many gates upon and across the said road as will be necessary and sufficient to collect from all persons otherwise than on foot the same tolls as is herein authorized and granted.

Clause 5, Section 30, Act April 29, 1874, P. L. 73.

Section 8. When such corporation is licensed in manner aforesaid, it shall and may be lawful for them to appoint such and so many toll gatherers as they shall think proper, to collect and receive of and from all and every person or persons using the said road, the toll and rates hereinafter mentioned, and to stop any person riding, leading or driving any horses, cattle, hogs, sheep, coach, coaches, sulky, chair, chaise, phaeton, cart, wagon, wain, sleigh, sled or any

other carriage of burden or pleasure from passing through the said gate, until they shall respectively have paid the same; that is to say:

Clause 6, Section 30, Act April 29, 1874, P. L. 73.

For every mile in length, or portion of a mile, whether passing through a gate or not, of said road, completed and licensed as aforesaid, the following sums of money, and so in proportion for any greater or lesser number of sheep, hogs or cattle, to-wit: For every score of sheep, one cent; for every score of hogs, two cents; for every score of cattle, two cents; for every horse and his rider, or led horse, one cent; for every sleigh or sled, one cent for each horse drawing the same; for every sulky, chaise or cart with two wheels, one cent for each horse drawing the same; for every carriage, coach, dearborn or wagon with four wheels, whose wheels shall be less than four inches in breadth, with one horse, one and one-half cents, and for every additional horse drawing the same, one cent; for every wagon of burden whose wheels shall be four inches and not exceeding seven inches wide, one cent for every horse drawing the same; for every wagon of burden the breadth of whose wheels shall be more than seven inches, one-half cent for each horse drawing the same: Provided, That for any wagon, et cetera, carrying burden exceeding two tons in weight on wheels less than four inches wide, and for any wagon, et cetera, carrying burden exceeding four tons in weight on wheels less than six inches wide, double rates may be charged; and if any person or persons shall represent to the said company, or any of their officers or employes; that he or she or they have traveled a less distance than he, she or they have actually traveled along said road, with intent to defraud said corporation of its toll or any part thereof, such person or persons shall, for every such offense, be deemed guilty of a misdemeanor, and upon conviction thereof before any alderman, magistrate or justice of the peace, shall be fined by such officer in any sum not exceeding ten dollars, to be paid one-half to the said corporation and the other half to the school fund of the township in which the offense was committed; and if said fine or penalty and the costs of the proceedings be not paid, then said alderman, magistrate or justice of the peace shall commit said offender to the county prison, there to remain until discharged by due course of law.

Section 1, Act June 30, 1879, P. L. 35, amending Clause 6, Section 30, Act April 29, 1874, P. L. 73.

And if any toll gatherer shall demand and receive toll for a greater distance than the person of whom such tolls are demanded, shall have traveled along said turnpike road or plank road, or shall de-

mand and receive greater toll from any person or persons than such toll-gatherer is authorized to demand and receive by virtue of this act, such toll-gatherer shall forfeit and pay the sum of five dollars for every such offense to the supervisors of the township in which the forfeitures is incurred, to be expended in repairing township roads, and for the payment of which the said company shall be responsible; and all such penalties and forfeitures shall be recoverable with costs of suit, before any justice of the peace of the county in which the offense is committed: Provided, That no toll shall be demanded from any person or persons passing and repassing from one part of his, her or their farm to any other part of the same farm; and all persons with their vehicles or horses, going to or from places of public worship, or of military trainings or elections, and also all funeral processions, shall be exempt from the payment of toll, when traveling on such turnpike road.

Clause 6, Section 30, Act April 29, 1874, P. L. 73.

Act June 30, 1879, P. L. 35, amending Clause 6, Section 30, Act April 29, 1874, P. L. 73.

Section 9. If any person or persons whosoever, owning, riding in or driving any sulky, chair, chaise, phaeton, cart, wagon, sleigh, sled or other carriage of burden or pleasure, riding or leading any horse, or mule or gelding, or driving any hogs, sheep or other cattle, shall therewith pass through any private gate or bars, or along or over any private passageway or other ground, near to or adjoining any gate erected, or which shall be erected in pursuance of this act, with an intent to defraud the company and avoid the payment of the toll or duty for passing through any such gate, or if any person or persons shall with such intent, take off or cause to be taken off, any horse, mare or gelding, or other cattle, from any sulky, chair, chaise, phaeton, cart, wagon, sleigh, sled or other carriage of burden or pleasure, or practice any other fraudulent means or device with the intent that the payment of any such toll or duty may be evaded or lessened, all and every person or persons, in all and every or any of the ways or manners offending shall for every such offense be deemed guilty of a misdemeanor, and upon conviction thereof before any alderman, magistrate or justice of the peace, shall be fined by such officer in any sum not exceeding ten dollars, to be paid one-half to the company owning the turnpike road and the other half to the school fund of the township in which the offense was committed; and if said fine or penalty, and the costs of the proceedings,

be not paid, then said alderman, magistrate or justice of the peace shall commit said offender to the county prison, there to remain until discharged by due course of law.

Clause 9, Section 30, Act April 29, 1874, P. L. 73. Act April 30, 1879, P. L. 35, amending Clause 9, Section 30, Act April 29, 1874, P. L. 73.

Section 10. The Legislature shall have power to alter the rate of toll fixed by this act, and the directors of any such company may lessen the same whenever they shall believe it necessary for the well being of the corporations or the community at large.

Clause 10, Section 30, Act April 29, 1874, P. L. 73.

Section 11. If any turnpike or plank road company incorporated under the laws of this Commonwealth, shall neglect or refuse to keep their road in good traveling order and repair for the space of twenty days, and information thereof shall be given under oath or affirmation to any justice of the peace in the neighborhood and county, designating where and in what respect said road is defective, such justice shall issue a precept to any constable of the county, requiring him to notify the gatekeeper nearest whose gate the part or parts of the road complained of is situated, that on a certain day and at a certain hour therein mentioned, not less than three nor more than six days thereafter, three freeholders will be chosen at his office to hold an inquest to inquire into the truth of the matter specified in said information, an attested copy of which precept shall be given by said constable to said gate-keeper at the time of serving said notice.

Section 1, Act May 22, 1878, P. L. 85.

Section 12. The three persons mentioned in the preceding section, shall be chosen as follows: At the time and place fixed as aforesaid, the said justice shall prepare a list of names of fifteen reputable freeholders of the vicinity, and the complainant and agent, or other officer of the company shall alternately strike out one name from the first till only three names remain, which three shall be the persons to hold said inquest; should either party be unrepresented at the time of choosing said freeholders, the justice shall act for him or them, and should neither party be present nor represented the justice shall appoint three disinterested freeholders to hold said inquest.

Section 2, Act May 22, 1878, P. L. 85.

Section 13. The inquest thus chosen shall, after having been duly sworn or affirmed, proceed to view the part or parts of the road com-

plained of, and shall report to the said justice in writing, under their hands and seals, or the hands and seals of the majority of them, within five days after said view, whether the said road be so out of order and repair as to be inconvenient or dangerous for travel, and if so found the said justice shall adjudge the said company to pay a fine of not less than twenty-five nor more than fifty dollars, payable to the road commissioners or supervisors of the townships in which the portion of the road so found defective is situate, and shall enter judgment therefor as other judgments for like amount are now entered: Provided, That said company shall have the same right of appeal to the court of common pleas of the proper county as in other cases of judgments of like amount entered before such justice: And provided further, That no proceeding shall be commenced under this act, unless the complainant or some other person shall have given fifteen days' previous notice in writing to the gatekeeper nearest to whose gate the part or parts of the road complained of is situate, specifying particularly the part or parts of the road alleged to be out of repair and the nature of the defect alleged, and notifying him that unless it be repaired within fifteen days complaint will be made as herein provided.

Section 3, Act May 22, 1878, P. L. 85.

Section 14. It shall be the duty of the constable of each township to make return to the court of quarter sessions of the proper county of defects in turnpike and plank roads, in the same manner and to the same extent that they now make returns of defects in public roads; and the officers of every plank road or turnpike company on indictment found on such return or information made by any citizen before a justice of the peace as in other cases, shall be liable to the same penalties for allowing defects in the turnpike or plank road under their control that road commissioners or supervisors now are for defects in public roads.

Section 4, Act May 22, 1878, P. L. 85.

Section 15. In all cases of complaint made or suit instituted under the provisions of this act against any corporation if the complainant shall fail to sustain his complaint or the plaintiff to sustain his suit, as the case may be, the corporation shall be entitled to recover costs, as in other cases, from the complainant or plaintiff, as the case may be, and in all cases where any corporation, which may have been chartered under and subject to the provisions of this act, shall be adjudged to pay any penalty or the costs of any proceeding authorized by this act, the party plaintiff or complaint shall have all the remedies for recovering same, with costs, against the

said corporation, that are provided for the recovery of debts of judgments of like amount in other cases; and if the said corporation shall fail to make payment in any case within twenty days after final adjudication, the court of common pleas of the proper county, on application of the plaintiff or some other person in his behalf, shall direct sequestration, and appoint a sequestrator, who shall have like powers and be subject to all the regulations and requirements provided in the seventy-third and seventy-fourth sections of an act of the General Assembly of this Commonwealth, entitled "An act relating to executions," passed June sixteenth, one thousand eight hundred and thirty-six: Provided, That where the judgment is final before the justice, or is not appealed from as provided in this act, the complainant before proceeding to sequestration, shall file in the court of common pleas of the proper county a transcript of the proceedings and judgment before the justice, which transcript shall be entered of record in the said court as under existing laws for the filing and entering of transcripts of judgments in other cases, and from such filing and entering shall have the effect of a judgment originally entered in the said court.

Clause 8, Section 30, Act April 29, 1874, P. L. 73.

Section 16. In all cases where, under a writ of sequestration, the property and funds of a turnpike or plank road company are in charge of a sequestrator, and the debts of such company have not been liquidated, it shall be lawful for the court of common pleas which awarded the writ of sequestration, when such court shall be satisfied that the interests of the creditors of the company shall be so best subserved, to grant, upon the petition of the sequestrator, an order authorizing and empowering such sequestrator to take and make public sale of the turnpike or plank road, or any portion thereof, and all the right, title, interest, property, possession, claim and demand in law and equity of such company of, in and to such turnpike or plank road, or portion thereof, with the appurtenances thereunto respectively belonging, at such place and upon such terms as the court shall direct; of which sale public notice shall be given once a week for three successive weeks, by publication in a newspaper in the county or in each of the counties in which the turnpike or plank road, or the portion thereof intended to be sold, is situated; and the net proceeds of such sale, after the confirmation thereof by the court, shall be applied under the direction of the court, to the payment of the debts of such company, in the same manner as the receipts derived from the operations of the road are now applied under existing law.

Act June 25, 1885, P. L. 172.

Section 17. Where any turnpike or plank road has been abandoned, in whole or in part, for not less than five years, the portion so abandoned, if not kept in proper repair by the township authorities, shall, upon due application to the proper court, after hearing, and decree that the road has not been kept in proper repair, revert to the owners thereof in fee simple, or if kept in proper repair by the township authorities, shall be subject to the same uses as other township roads, and may be occupied or appropriated like them under the right of eminent domain.

Act June 11, 1879, P. L. 126.

Section 18. From and after the passage of this act it shall not be lawful for any turnpike road company to erect any toll house or toll gate within the limits of any borough, now incorporated or hereafter to be incorporated within this Commonwealth.

Act June 6, 1893, P. L. 329.

Section 19. In all elections or meetings of stockholders of any turnpike plank road or bridge company, incorporated under any law of this Commonwealth, every stockholder shall be entitled to one vote for every share of stock by him or her held in such corporation, to be cast either in person or by proxy duly constituted by power of attorney in writing, attested by one or more subscribing witnesses.

Act June 11, 1879, P. L. 139.

Section 20. It shall be the duty of the treasurers or secretaries, as the case may be, of the several turnpike and bridge companies incorporated within this Commonwealth to produce at the several places of holding the elections for officers of said companies the stock books belonging to their companies, respectively, and to open the said books during the continuance of such election to the inspection of any stockholder or stockholders demanding the same, and in case the said treasurers or secretaries, as the case may be, shall neglect to produce the said stock books belonging to their companies respectively, at the place of holding their elections for officers, or shall refuse to open the same to the inspection of any of the stockholders of the companies at the time of holding the elections, such treasurer or secretary, as the case may be, shall for every such neglect or refusal forfeit and pay the sum of one hundred dollars, to be recovered at the suit of any stockholder or stockholders, in like manner as sums of the same amount are by law recoverable within this Commonwealth; and where at any election the stock books

of the company holding such election shall not be produced and opened to the inspection of the stockholders in manner aforesaid, shall be deemed null and void.

Section 1, Act of March 19, 1828, P. L. 195.

Section 21. Any turnpike road company, duly incorporated within the State of Pennsylvania, that shall be desirous of improving, amending or altering the articles and conditions of the instrument upon which said corporation is respectively formed and established, it shall and may be lawful for such corporation to specify the improvements, amendments or alterations which are or shall be desired, and exhibit the same to the court of common pleas of the proper county in which said corporation is situated, as aforesaid; when, if the said court shall be of the opinion such alterations are or will be lawful and beneficial, it shall be the duty of said court to direct said writing to be filed in the office of the prothonotary of said court, and also direct notice to be inserted in one newspaper printed in the proper county for at least three weeks, setting forth that an application has been made to said court for such alteration, amendment or improvement of the charter of said corporation; and if no sufficient reason is shown to the contrary, it shall be lawful for said court, at the next term thereafter, to decree and declare by their order endorsed on said instrument, attested in the usual manner by the prothonotary under the seal of said court; and after decree is made and said amendments are recorded in the office for recording of deeds in said county, the same shall be deemed and taken to be a part of the instrument upon which said corporation was formed and established, to all intents and purposes as if the same had originally been made part thereof.

The usual fees allowed by law for equal or similar services, shall be received by the respective county officers under the provisions of this act; and all the expenses of procuring said alterations or amendments and recording the same, shall be borne by the corporation applying therefor; and after said alterations or amendments shall be recorded as before directed, the same shall be duly certified to be recorded and delivered over to the applicants; and a copy of the record, duly certified, shall be at all times as good evidence as the original might or could be: Provided, That this act shall not apply to any such corporation, until it shall have filed its acceptance of the provisions of the new Constitution with the said court, which said acceptance shall be recorded in the office for the recording of deeds in said county.

Act June 4, 1879, P. L. 91. This act is superseded as to turnpike companies formed under the Act of April 29, 1874, by the Act of June 13, 1883, P. L. 122.

Section 22. Whenever an intermediate portion or portions of any turnpike, road or highway in this Commonwealth, originally owned or possessed by any turnpike, road or highway company, incorporated under any special or general law, or that may hereafter be incorporated under existing or future laws, has or have been appropriated or condemned to public use, free from tolls, or may hereafter, under existing or future laws, be appropriated or condemned to public use, free from tolls, leaving a portion or portions of such turnpike, road or highway still in the ownership or possession of such turnpike, road or highway company, but separated, as to ownership or possession, from another portion of said turnpike, road or highway, the last named being the longest continuous portion thereof also still remaining in the ownership or possession of such company, after such appropriation or condemnation, it shall be lawful for such turnpike, road or highway company, and such company is hereby authorized, to abandon any such portion or portions of such turnpike, road or highway, thus separated as aforesaid from the said longest continuous portion of said turnpike road or highway thus remaining in the possession or ownership of such turnpike road or highway company: Provided, That nothing herein contained shall be taken to abridge the ownership or possession by such turnpike, road or highway company of the said longest continuous remaining portion of said turnpike road or highway, or of any other remaining portion or portions thereof, not thus abandoned or appropriated or condemned to public use, or to abridge in any way the right of such company to own, possess and operate, or to maintain toll-gates and collect tolls on such remaining portion or portions of said turnpike road or highway.

Section 1, Act June 4, 1901, P. L. 359.

Section 23. Any such turnpike, road or highway company desiring to abandon such portion or portions of their road shall proceed as follows: A special meeting of the stockholders of such company shall be called by resolution of the board of directors, or in such other manner as may be provided by the by-laws of such company for the purpose of submitting to said stockholders the subject of such proposed abandonment, which said special meeting shall be held at a designated time and place, after notice of such time and place and of the purpose of such meeting, by advertisement once a week during four successive weeks previous to such meeting, in at least one newspaper published in the county, city or borough wherein the chief office of said corporation is situated. At such special meeting of stockholders, held pursuant to such notice, the subject of such proposed abandonment shall be submitted to the stockholders, and

if upon such submission it shall be ascertained, by vote of the shares of stock represented at said meeting, that the persons and bodies corporate holding the larger amount in value of the stock of such turnpike company have been voted in favor of such an abandonment of any such portion or portions of turnpike road or highway, such abandonment shall thereby be completed and accomplished, and the record of the proceedings of said meeting shall be made upon the minutes of the said corporation, and such portion or portions of turnpike, road or highway shall thereafter be considered as abandoned under the provisions of this act. After such abandonment such turnpike, road or highway company shall be deemed to have released all title, corporate rights and privileges of, in and to the said portion or portions of road thus abandoned, and to be released from all responsibilities in relation thereto, and shall not thereafter be required to keep such abandoned portion or portions in repair, nor be allowed to collect tolls or maintain toll-gates on said portion or portions; and it shall thereupon become the duty of the board of directors or managers of said company to give notice, in writing, to the township road supervisor or supervisors or other public officer or officers having charge of public roads within the township or townships, city or cities, or borough or boroughs, in which such abandoned portion or portions of turnpike road is or are situated; whereupon it shall become the duty of such road supervisor or supervisors, or other public officer or officers as aforesaid, as the case may be, to take charge forthwith of the portion or portions of road thus abandoned, and to care for the same in the same manner as is required by law in regard to other public roads within such township or townships, city or cities, or borough or boroughs, said portion or portions of road to be thereafter treated as a public road or roads, until and unless the same should thereafter be vacated by proper proceedings, under the laws relative to the vacation of public roads.

Section 2, Act June 4, 1901, P L. 359.

CHAPTER XXX.

ARTICLE I.

COMPANIES FORMED FOR THE SUPPLY OF WATER TO THE PUBLIC, OR THE SUPPLY, STORAGE OR TRANSPORTATION OF WATER AND WATER POWER FOR COMMERCIAL AND MANUFACTURING PURPOSES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the supply of water to the public, or the supply, storage or transportation of water and water power for commercial and manufacturing purposes.

Section 1, Act April 29, 1874, P. L. 73, and Section 1, Act May 16, 1889, P. L. 226, amending Section 2, Act April 29, 1874, P. L. 73.

Section 2. From and after the passage of this act, no application for a charter for a corporation for the supply of water for the public, or for the supply, storage, and transportation of water and water-power for commercial and manufacturing purposes, or for any other water or water-power company, shall be approved by the Governor, nor shall letters patent be issued thereon, unless said application is first submitted to, and has received the approval of, a majority of the members of the Water Supply Commission of Pennsylvania; nor unless said application shall contain, in addition to the statements, now required to be made, the name of the river, stream, or other body of water, from which it is proposed to take or use water or water-power, and, as near as may be, the points on said river, stream, or other body of water, between which said water or water-power is proposed to be taken or used.

Section 1, Act June 7, 1907, P. L. 455.

Section 3. Before any such water company shall proceed to occupy any land or enclosure, or to obtain and use any material therefrom, for the purpose mentioned in this article, it shall be lawful for them to agree with the owner or owners thereof for the purchase

of so much thereof as may be necessary, or as to the amount of injury sustained thereby; but in case they cannot agree, proceedings shall be had as provided in Section twenty-four, Article II, Chapter III of this act.

Act June 12, 1879, P. L. 177, amending Clause 4, Section 34,
Act April 29, 1874, P. L. 73.

Section 4. No water company, hereafter incorporated under any law, shall have powers or exercise the right of eminent domain, as respects the appropriation of the streams, rivers or waters of this Commonwealth, or any of them, nor the land covered thereby.

Act April 13, 1905, P. L. 152.

Section 5. Where such companies shall be incorporated for the supply of water to the public, or for storing and transportation or supply of water and water power for commercial and manufacturing purposes, they shall have power to provide, erect and maintain all works and machinery necessary or proper for raising and introducing into the town, borough, city or district where they may be located, a sufficient supply of pure water, or water and water power as aforesaid, and for that purpose may provide, erect and maintain all proper buildings, cisterns, reservoirs, pipes and conduits, for the reception and conveyance of water, or water power, and it shall have power to appropriate so much of the water from the rivers, creeks, canal, water-rights and easements, within or without the limits of the city, borough or place in which said company may by its charter be located, as may be necessary for its purposes, and all damage done thereby shall be ascertained, recovered and paid as provided for in the forty-first section of the act to which this is a supplement; and it is further authorized and empowered by itself, its agents, engineers and workmen, and with its and their tools, carts, wagons, beasts of draught or burden, to enter upon such lands and enclosures, streets, lanes, alleys, roads and highways and bridges, as may be necessary to occupy or to obtain materials for the construction of said works, and to occupy, ditch and lay pipes through the same, and the same from time to time to repair, subject to such regulations in regard to streets, roads, lanes and other highways and impairing the free use thereof as little as possible, and subject to such regulations as the councils of said borough, town, city or district may adopt in regard to grades or for the protection and convenience of public travel over the same, and if any injury be done to private property the said company shall make compensation there-

for in the manner provided for in the twenty-fourth section of Article II, Chapter III of this act. Provided, That this section shall not apply to private spring or private water supplies.

Section 2, Act of May 16, 1889, P. L. 226, amending Clause 2, Section 34, Act of April 29, 1874, P. L. 73.

Section 6. Corporations heretofore or hereafter incorporated under the act of Assembly, entitled "An act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, one thousand eight hundred and seventy-four, and the supplements thereto, for the supply, storage or transportation of water and water power for commercial and manufacturing purposes, be and the same are hereby authorized and empowered to determine the character, design and construction of the works and the use to be made of the water and water power of such companies, in order that the same may be supplied to the public to the best advantage, and by themselves, their agents, engineers and workmen, cause to be located, constructed, maintained, repaired and operated under the laws and supplements to which this is a further supplement, the said works and all machinery, dams, buildings, cisterns, races, canals, water-ways, reservoirs, pipes, conduits, lines, plants, apparatus, fixtures and appliances deemed necessary, requisite and proper for said purposes, and it shall and may be lawful for such corporations from time to time to contract with any individual or corporation of this or any other state for the construction, operation, use and maintenance of their works or any part thereof as aforesaid, and to mortgage their said property, real, personal and mixed, and franchises to any person or corporation of this State or elsewhere, either directly or as trustee, to secure the payment of such indebtedness as may be incurred or created for the purpose of constructing and erecting the said works, or as a guaranty for the faithful performance of contracts and covenants on the part of such water and water power company to be performed, including the guaranty of the payment of the bonds and interest thereon of any other corporation, party to such contract, and the stock in any company incorporated for the purposes named in this section may be owned and held by corporations of this or other states of the United States.

Act of July 2, 1895, P. L. 432.

Section 7. It shall be lawful at any time after twenty years from the introduction of water or gas, as the case may be, into any place as aforesaid, for the town, borough, city or district into which the said company shall be located, to become the owners of said works, and the property of said company, by paying therefor the net cost of erecting and maintaining the same, with interest thereon, at the

rate of ten per centum per annum, deducting from said interest all dividends theretofore declared, Provided, That nothing in this section contained shall authorize a company incorporated under the provisions of this act to construct gas or water works within the limits of any municipality, when gas or water works shall have been constructed by said municipality, without the lawful consent of the corporate authorities thereof: And provided further, That the court of common pleas of the proper county shall have jurisdiction and power upon the bill or petition of any citizen using the gas or water of any of said companies. to hear, inquire and determine as to the charges thereof for gas or water so furnished, and to decree that the said bill be dismissed, or that the charges shall be decreased, as to the said court may seem just and equitable, and to enforce obedience to their decrees by the usual process.

Clause 7, Sec. 34, Act April 29, 1874, P. L. 73.

Section 8. Any company heretofore incorporated or hereafter to be incorporated for the purpose of supplying water to the public in any town, borough or city, may, upon the written request of the owners of a majority of the lots of land in any tract or district adjacent to such town, borough or city, have power and authority to extend its plant or works for the supply of water into such tract or district, with such rights and subject to such duties within such tract or districts as may have been conferred and imposed by its charter, within the town, borough or city therein designated: Provided, That such written request shall contain a description of such tract or district, and be recorded in the office of the recorder of deeds in and for the proper county, and thereupon a certified copy of the record of such proceedings as appears of record in the office of the recorder of deeds shall forthwith be transmitted to and filed in the office of the secretary of the Commonwealth.

Act of May 21, 1901, P. L. 270.

Section 9. Whenever any water company incorporated for the purpose of supplying water to the public shall have found, or shall find it necessary in storing water to occupy and flow with water, portion of any turnpike or any public road in this Commonwealth, the said company shall cause the same to be reconstructed forthwith, at their own proper expense, on a favorable location to be approved by the court of quarter sessions of the proper county, and in as perfect a manner as the original road, and are authorized to condemn land for that purpose whenever an agreement as to price cannot be had with the owners.

Sec. 1, Act May 26, 1893, P. L. 158.

Section 10. Any such water company shall be and is hereby empowered to acquire and hold by purchase, or condemnation, such lands along and contiguous to streams of water, or reservoirs from which water is taken for public use, as may be necessary to preserve them from contamination: Provided, That no land shall be taken for the uses mentioned in this act until just compensation shall have been made for the property taken, injured or destroyed, which shall be paid or secured before such taking, injury or destruction: And provided further, That any owner of land along said streams shall have the use of the water for farming and domestic purposes, with free ingress and egress at all times to such streams.

Sec. 2, Act May 26, 1893, P. L. 158.

Section 11. The damage incurred in changing the location of any turnpike or public road as authorized by the first section of this act, and in acquiring lands to preserve water supply from contamination as authorized by the second section of this act, shall be ascertained and paid by such water company in the same manner as is provided for in regard to the taking of lands, waters, materials, property and franchises, for the public purposes of such water company, and no lands, property or franchises, shall be taken for the uses mentioned in this act until just compensation shall have been paid or secured therefor.

Sec. 3, Act May 26, 1893, P. L. 158.

(COMP.)

CHAPTER XXX.

ARTICLE II.

COMPANIES FOR THE STORAGE, TRANSPORTATION AND FURNISHING OF WATER, ETC.

Section 1. Corporations of the second class may be formed under the provisions of this article for the storage, transportation and furnishing of water with the right to take rivulets and lands and erect reservoirs for holding water, subject to the provisions of section five of Article one of this chapter, for manufacturing and other purposes,

and for the creation, establishing, furnishing and transmission for public use of water power therefrom. Such corporations shall be compelled to furnish such power for public purposes.

Act of June 3, 1911, P. L. 635, amending the 18th paragraph of the second section of the Act of April 29, 1874, P. L. 73, as amended by the Act of July 9, 1901, P. L. 624, and various prior amendments.

Section 2. Such corporations shall exercise the right to take lands, waters, or rivulets in the manner provided by section twenty-four, of article two of chapter three of this act.

Sec. 2, Act of June 12, 1879, P. L. 177, amending Clause 4 of Section 34 of the Act of April 29, 1874, P. L. 73.

(COMP.)

CHAPTER XXX.

ARTICLE III.

MISCELLANEOUS PROVISIONS RELATIVE TO WATER COMPANIES.

Section 1. From and after the passage of this act, any water company obtaining its water-supply, or any part thereof, from a source lying within the corporate limits of any municipality, city, borough or township, in this Commonwealth, shall furnish such municipality and the inhabitants thereof with water, or otherwise forfeit its rights to a sufficient quantity of water, from such source, as will supply the needs of such municipality, city, borough or township, and the inhabitants thereof.

Section 1, Act May 28, 1907, P. L. 278.

Section 2. Should any water company fail to furnish water to any municipality, city, borough, or township, or the inhabitants thereof, under the conditions described in the preceding section, it shall be the duty of the city or borough council, the commissioners or supervisors of the township, as the case may be, to pass a resolution setting

forth the fact that the municipality and the inhabitants thereof are not being served with water, and that they desire the same; a copy of which resolution shall be served on the president, secretary, or attorney of the water company having its source of supply within the corporate limits of the municipality thus affected; whereupon it shall be the duty of such water company to prepare a statement, setting forth in full its reasons for its failure to supply water to the affected district; which statement must also include any plans in contemplation, if there be any, to supply water at some future time to such district, stating when such supply may be expected; which statement must be verified by oath or affirmation by the president or secretary of such water company, and filed with the State Water Supply Commission, at Harrisburg, within thirty days from the date of service of the original notice on such water company by the municipality affected.

Failure on the part of the president or secretary of such water company to file a statement, as above directed, shall be deemed a misdemeanor on their part, and, upon conviction thereof, they shall be sentenced to undergo an imprisonment not exceeding six months, and pay a fine not exceeding one thousand dollars, or either or both, at the discretion of the court.

Sec. 2, Act May 28, 1907, P. L. 278.

Section 3. If, in the judgment of the State Water Supply Commission, the reasons filed are of such character as to indicate that no relief will be given the municipality complaining, in the way of a water-supply, within a reasonable time, then said State Water Supply Commission may recommend to the Governor that letters patent be issued and a charter granted to any association of individuals who may legally form a water company, and who may apply for the same, and who will agree, in their application for a charter, to supply water to the municipality, city, borough, or township thus affected, and the inhabitants thereof, and for that purpose to have the right to condemn, take, or appropriate a sufficient quantity of water, from any source of supply lying within the corporate limits of any municipality, city, borough, or township thus affected, as is adequate to supply the needs of such municipality, city, borough, or township, and the inhabitants thereof: Provided, however, That any municipality, where conditions prevail such as are described in sections one and two of this act, shall have the right, with the consent and approval of the State Water Supply Commission, to condemn, take, or appropriate a sufficient quantity of water, from any source of supply lying within the corporate limits of any municipality or municipalities affected, as is adequate to meet the needs of

such municipality or municipalities, and the inhabitants thereof, and no damages shall be collected by, or allowed to, any water company for any water appropriated under the provisions of this act.

Section 2, Act May 28, 1907, P. L. 278.

Section 4. From and after the passage of this act, no agreement for the merger and consolidation of two or more corporations heretofore or hereafter formed for the supply of water to the public, or for the supply, storage, and transportation of water and water-power for commercial and manufacturing purposes, or of any other water or water-power companies, shall be approved by the Governor, nor shall letters patent be issued creating and erecting the parties to said agreement into a new corporation, unless said agreement is first submitted to, and has received the approval of, a majority of the members of The Water Supply Commission of Pennsylvania; nor unless said agreement shall designate the river, stream, or other body of water, from which it is proposed to take or use water or water-power thereafter, and also, as near as may be, the points on said river, stream, or other body of water, between which said water or water-power is proposed to be taken or used; nor unless said agreement shall stipulate that the right heretofore existing in any of the corporations, parties to said agreement, to take or use water or water-power from any river, stream, or other body of water, or portions thereof not so designated, shall be and are thereby forfeited and surrendered, and shall revert to this Commonwealth: Provided, however, That no such agreement of merger and consolidation shall be approved by the said Water Supply Commission of Pennsylvania, nor by the Governor, until each of the corporations, parties, thereto, shall have filed in the office of The Water Supply Commission of Pennsylvania a written acceptance, under the seal of said corporation and authorized by a majority of the stockholders thereof, both of the first four sections of this article and of section five, article one of this chapter, agreeing to be subject to and bound by the provisions of said sections, with like effect as if said corporations had been formed subsequently to the passage of the acts incorporated in said sections; and shall, also, have filed a certified copy of said acceptance in the office of the secretary of the Commonwealth.

Section 2, Act June 7, 1907, P. L. 455.

Section 5. No sale, assignment, disposition, transfer, and conveyance of the franchises, and all the property, real, personal, and mixed, of any corporation heretofore or hereafter formed for the supply of water to the public, or for the supply, storage, and transportation of water and water-power for commercial and manufacturing purposes, or of any other water or water-power company, to any other such

corporation, shall be valid until a certificate, authorized by a majority of the stockholders of the corporation so purchasing, and duly executed by the president and secretary thereof, under the seal of said corporation, designating the river, stream, or other body of water, and, as near as may be the points on the said river, stream or other body of water between which it is proposed to take or use water or water-power thereafter, and stipulating that the right heretofore existing in either the corporation so purchasing or the corporations so selling, to take or use water or water-power from any river, stream or other body of water, or portions thereof, not so designated, shall be and are thereby forfeited and surrendered and shall revert to this Commonwealth, shall have been approved by a majority of the members of The Water Supply Commission of Pennsylvania and filed in the office of the secretary of the Commonwealth: Provided, however, That no such certificate shall be approved by the said Water Supply Commission of Pennsylvania until the corporation so purchasing shall have filed in the office of the Water Supply Commission of Pennsylvania a written acceptance, under the seal of said corporation and authorized by a majority of the stockholders thereof, both of the provisions of this and the preceding section, and those of section five, Article I of this chapter, and of the act approved April thirteenth, one thousand nine hundred and five, entitled "An act providing that the right of eminent domain, as respects the appropriation of streams, rivers, or waters, or the land covered thereby, shall not be exercised by water companies incorporated under law," agreeing to be subject to and bound by the said provisions, with like effect as if said corporation had been formed subsequently to the seventh day of June, one thousand nine hundred and seven, and shall have filed a certified copy of said acceptance in the office of the secretary of the Commonwealth.

Section 3, Act June 7, 1907, P. L. 455.

Section 6. Any corporation for the supply of water to the public; or, for the supply, storage, and transportation of water and water-power for commercial and manufacturing purposes; or, any other water or water-power companies, formed or created subsequently to the passage of this act, or subject to its provisions, requiring a new or additional source of supply for its water or water-power, may make application therefor by filing in the office of the secretary of the Commonwealth a certified copy of a resolution of its stockholders, under the seal of said corporation—a duplicate of which shall also be filed in the office of The Water Supply Commission of Pennsylvania—setting forth the necessity for such new or additional source of supply, and the river, stream, or other body of water, and, as near as may be, the points on said river, stream, or

other body of water, between which it is desired to take or use water or water-power; and if the application shall be approved by a majority of the members of The Water Supply Commission of Pennsylvania, it shall then be produced to the Governor, for his approval or disapproval; and if he shall approve the same, the secretary of the Commonwealth shall issue a certificate that such new or additional source of supply has been duly authorized; and the said certificate shall then be recorded in the office of the secretary of the Commonwealth, and in the office for the recording of deeds in and for the county in which said river, stream, or other body of water, or the portion thereof so authorized to be used, is situated, and shall thenceforth be deemed and taken to be a part of the charter or instrument on which said corporation was formed or created, to all intents and purposes as if the same had originally been a part thereof: Provided, That the rights or privileges granted under or by the provisions of this section shall in no wise prevent or prejudice the occupation of such source of supply of water by the State, for the purpose of promoting any system of inland navigation: And provided, further, That nothing in this section shall be construed to relieve any water company from complying with the requirements of the Act of April twenty-second, one thousand nine hundred and five, entitled "An act to protect the purity of the waters of the State, for the protection of the public health."

Section 4, Act June 7, 1907, P. L. 455.

Section 7. Any water company or water-power company, heretofore or hereafter incorporated under the laws of this Commonwealth, which shall not have begun the construction of its works within two years after the date of its incorporation, or which shall not have completed the same or placed the same in operation within five years thereafter, may, at any time previous to the expiration of said two years or five years thereafter, make application to the Water Supply Commission of Pennsylvania for an extension of such time, as herein provided. Such application shall be made upon a petition, under the common seal of such corporation and verified by its president or other presiding officer, setting forth the grounds of the application, and that the same is made pursuant to a resolution of the board of directors of said company, at a meeting called for the purpose,— a duly certified copy of which shall be annexed to said petition. Thereupon it shall be the duty of said Commission to hold a hearing upon said petition, at such date as it may decide, and, after due hearing and examination, said Commission may approve said petition, subject to such limitations and restrictions as it may see fit, and file in the office of the secretary of the Commonwealth a duly certified copy of an order setting forth its approval of said application for exten-

sion. In the event of the refusal to approve by the Water Supply Commission, appeal may be taken by such company, within ten days thereafter, to the court of common pleas of the county in which said corporation shall have its principal office; whereupon said court shall review the papers in the case, and testimony at the hearing before the Water Supply Commission; and, in the event of said court finding that such company had proceeded with due diligence and good faith, it may order the reversal of the order of the Commission, setting forth the limit of such extension of the time granted, and file a copy of such order with the secretary of the Commonwealth.

Section 1, Act of June 15, 1911, P. L. 990.

In the event of the refusal of the Water Supply Commission to approve such petition for extension of time, and if an appeal shall not be taken within ten days thereafter, said Commission shall, on the expiration of the said period of two years or five years, issue a decree declaring such company defunct and its charter void, and it shall be stricken from the books of the secretary of the Commonwealth and the auditor general.

Section 1, Act of June 15, 1911, P. L. 990.

Section 8. The Water Supply Commission of Pennsylvania may on its own initiative, or in response to petition, inquire into the standing of any water or water-power charter; and in such event it may hold a hearing, after due notice to the president or secretary of such company, addressed to the principal office of the company as indicated by its latest report filed with the auditor general or secretary of the Commonwealth, to determine whether such company has commenced work on its plant or completed the same within the time set by law. If, after due hearing and consideration, said Commission shall be of the opinion that such company has not proceeded with due diligence and with bona fide intent to fulfill the requirements of law, it may certify the facts in the case to the attorney General, requesting him to institute quo warranto proceedings against said company for the annulment and revocation of its charter: Provided, however, That nothing in this or the preceding section shall be construed to repeal or invalidate, or in any way affect, the provisions of an Act of Assembly, approved the twenty-second day of April, one thousand nine hundred and five, entitled "An act to preserve the purity of the waters of the State for the protection of the public health," or the provisions of an act, approved the twenty-seventh day of April, one thousand nine hundred and five, entitled "An act creating a Department of Health, and defining its powers and duties."

Sec. 2, Act of June 15, 1911, P. L. 990.

Section 9. No water company shall enter upon or occupy, in any manner whatever, any street or highway within any township of the first class of this Commonwealth, without first making application, in writing, to the proper authorities of such township of the first class, and obtaining its consent or permission, which shall be given by ordinance only, and upon such conditions, stipulations, and regulations as the municipal authorities may deem proper.

Act June 6, 1907, P. L. 417.

Section 10. Corporations organized, or hereafter to be organized under the laws of this State for the purpose of supplying water power to the public, and other corporations owning or controlling water power, may develop electric power for commercial purposes by means of water power, and shall have authority to supply current and power to the public, individuals, firms and corporations at such prices as may be agreed upon, and shall have authority to make, erect and maintain the necessary buildings, machinery and apparatus for developing power and current, and to distribute the same to any place or places with the right to enter upon any public road, street, lane, alley or highway for such purposes, and to alter, inspect and repair its system of distribution: Provided, That no such company shall enter upon any street or alley in any city, borough or township of this Commonwealth, until after the consent to such entry of the councils of the city or borough or supervisors of the township in which such street or alley may be located shall have been obtained.

Act July 2, 1895, P. L. 425.

Section 11. No municipal corporation, private corporation, company, or individual shall construct waterworks for the supply of water to the public within the State, or extend the same, without a written permit, to be obtained from the Commissioner of Health if, in his judgment, the proposed source of supply appears to be not prejudicial to the public health. The application for such permit must be accompanied by a certified copy of the plans and surveys for such waterworks, or extension thereof, with a description of the source from which it is proposed to derive the supply; and no additional source of supply shall subsequently be used for any such waterworks without a similar permit from the Commissioner of Health. When application shall be made for a permit, under either of the above provisions of this section, it shall be the duty of the commissioner to proceed to examine the application, without delay, and, as soon as possible, he shall make a decision, in writing; and, within thirty days after such decision, the corporation, company, or individual making such application may appeal to any court of common pleas of the county, and said court shall, without delay, hear the

appeal, and shall make an order approving, setting aside, or modifying such decision, or fixing the terms upon which said permit shall be granted. The penalty for failure to file copies of plans, surveys, and descriptions of existing waterworks, within the time hereinbefore fixed, and for the construction or extension of waterworks, or the use of an additional source of supply, without a permit from the Commissioner of Health, shall be five hundred dollars, and further penalty of fifty dollars per day for each day that the works are in operation contrary to the provisions of this act, recoverable by the Commonwealth, at the suit of the Commissioner of Health, as debts of like amount are recoverable by law.

Section 3, Act April 22, 1905, P. L. 260.

Section 12. If any person or persons shall open a communication into the water main or other pipe of said company, without authority from the inspector or other authorized agent of said company, or shall let on the water after it shall have been stopped by order of said inspector or authorized agent of said company for repairs or any other cause or purpose, or shall put up any hydrants or pipes, in addition to those originally put up and inspected, and introduce into them water, without authority as aforesaid, he, she or they shall be subject to a penalty of not less than ten, nor more than one hundred dollars, recoverable before any alderman or justice of the peace of the proper county, as debts of like amount are by law recoverable, one-half to be paid to the informer, and one-half to the company.

Clause 5, Section 34, Act April 29, 1874, P. L. 73.

Section 13. If any person shall wilfully or maliciously do or cause to be done, any act or acts whatever, whereby any building, construction, reservoir or works of said company, or any water pipe, or any matter or thing appertaining to the same shall be stopped or obstructed, injured, contaminated or destroyed, the person or persons so offending shall be considered guilty of a misdemeanor, and may therefor be indicted in the court of quarter sessions of the proper county, and on conviction thereof shall be punished by a fine not exceeding five hundred dollars, or be imprisoned not exceeding one year, or both, at the discretion of the court: Provided, That such criminal prosecution shall not in any way impair the right of said company to a full compensation in damages of civil suit.

Clause 6, Section 34, Act April 29, 1874, P. L. 73.

(COMP.)

CHAPTER XXXI.

ARTICLE I.

WHARF COMPANIES.

Section 1. Corporations of the second class may be formed under the provisions of this chapter for the construction and maintenance of a wharf or wharves, for public and private use, and the maintenance of any unincorporated wharf or wharves already constructed.

Section 1, Act April 29, 1874, P. L. 73, and Section 1, Act April 17, 1876, P. L. 30, amending Section 2 of said Act of 1874.

Section 2. Before the directors of any such corporation shall proceed to build any such bridge or wharf, it shall be lawful for them to contract with the owner or owners of any land for the purchase of so much thereof as shall be necessary for the purpose of erecting and completing said bridge or wharf, and making all the necessary works and causeways to and from the same, if they can agree with the said owner or owners; and whenever any fishing right or other easement is alleged to exist at, upon or about the place where such wharf is about to be erected or constructed, said directors may contract with the owner or owners of such fishing right or easement for settlement of damages to the same, but in case they cannot agree, proceedings shall be had as provided in section 26, article II, chapter III; such bridge shall be so constructed as not to interfere with the free navigation of said creek or river.

Section 7, Act April 17, 1876, P. L. 34, amending Clause 1, Sec. 31, Act April 29, 1874, P. L. 73. The provision above given is superseded, as to bridge companies, by the Act of May 25, 1887, P. L. 268, but it remains in force as applicable to wharf companies.

Section 3. Any wharf company may take and receive such charges for occupancy, storage and use, and such tolls and freights for the passage of persons, vehicles, animals and freight as may be appointed by them, subject to the approval of the court of Quarter Sessions of the proper county, which court is required to examine the schedule

of charges and toll-sheet submitted by any such corporation, and **approve** the same or lessen or increase the same as seems just and proper.

Section 8, Act April 17, 1876, P. L. 36, amending Section 32, Act April 29, 1874, P. L. 73.

(COMP.)

CHAPTER XXXII.

ARTICLE I.

CORPORATIONS FOR ANY LAWFUL PURPOSE NOT OTHERWISE PROVIDED FOR.

Section 1. Corporations of the second class may be incorporated under the provisions of this article for any lawful purpose not specifically designated by law, as the purpose for which a corporation may be formed.

Any company heretofore incorporated in pursuance of the act, entitled "An act to amend the eighteenth paragraph of the second section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations, approved twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four,' so as to authorize the formation of corporations for any lawful purpose not otherwise specifically provided for by act of Assembly," approved the ninth day of July, Anno Domini one thousand nine hundred and one, for any lawful purpose not specifically provided for by any act of Assembly passed prior to the said last mentioned act, upon accepting the provisions of this article, in writing, under the seal of the corporation, and filed in the office of the secretary of the Commonwealth, together with a surrender of its letters patent or charter, which shall be filed with such certificate, shall thereupon become and be a body corporate hereunder; and shall be entitled to and be possessed of all the privileges, franchises, and powers as if created under this article; and all the properties, rights, and privileges belonging to said corporation thereunder, acquired by gift, grant, conveyance, assignment, or otherwise, upon said surrender, shall be and the same are hereby ratified, approved, confirmed, and assured to such new

corporation with like effect and to all intents and purposes as if the same had been originally acquired by and under authority of this article; and the Governor shall forthwith cause new letters patent, under this article, to issue to such new corporation, under the same name as the company had in the charter under which it was originally incorporated: And provided, That any company thus becoming a body corporate in the manner herein provided shall be subject to all the contracts, duties and obligations theretofore resting upon the company whose charter is thus surrendered, or to which the said company shall then be in any way liable: And provided further, That any company, upon surrendering its charter and becoming entitled to new letters patent in pursuance of this article, shall have credit for any bonus paid to the Commonwealth by the former corporation; and, also, that before any company, receiving new letters patent in the manner aforesaid, shall engage in or conduct business in pursuance thereof, it shall cause to be recorded, in the office for the recording of deeds in the county in which its principal office or place of business is located, a certified copy of its acceptance of the provisions of this article, as filed in the office of the secretary of the Commonwealth; and the recorders of deeds of the proper counties are authorized to record the same, in like manner and with like effect as articles of association of companies incorporated under the provisions of the corporation act of one thousand eight hundred and seventy-four.

Section 1, Act of May 11, 1909, P. L. 515, amending Clause XX, Section 2, Act of April 29, 1874, P. L. 73; Section 2, Act of May 11, 1909, P. L. 515.

Section 2. Corporations of the second class may also be incorporated under the provisions of this chapter for the transaction of any lawful business not otherwise specifically provided by law. Such corporations shall not transact more than one kind of business which shall be set forth in their respective charters. Where such corporations are formed under the provisions of this chapter for the carrying on of any mechanical, mining, quarrying or manufacturing business, including all the purposes covered by the provisions of an act, entitled "An act to encourage manufacturing operations in this Commonwealth," approved the seventh day of April, Anno Domini one thousand eight hundred and forty-nine, and an act, entitled "An act relating to mechanical, manufacturing, mining and quarrying purposes," approved the eighteenth day of July, Anno Domini one thousand eight hundred and sixty-three, and the several supplements thereto, the directors thereof shall be subject to the provisions of section eight, Article I, Chapter XVIII of this act.

Eighteenth paragraph of Section 2, Act of April 29, 1874, P. L. 73.

CHAPTER XXXIII.

REPEALS.

ARTICLE I.

Section 1.

(A) THE FOLLOWING ACTS AND PARTS OF ACTS OF ASSEMBLY ARE REPEALED AS RESPECTIVELY INDICATED. THE REPEAL OF THE FIRST SECTION OF AN ACT SHALL NOT REPEAL THE ENACTING CLAUSE OF SUCH ACT.

An act entitled "An act to confer on certain associations of the citizens of this Commonwealth the powers and immunities of corporations, or bodies politic in law," approved the sixth day of April, one thousand seven hundred ninety-one (3 Sm. L. 20), totally repealed.

An act entitled "An act to regulate proxies," approved the twenty-eighth day of March, one thousand eight hundred twenty (7 Sm. L. 320), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to regulate proxies,' " approved the thirty-first day of March, one thousand eight hundred twenty-one (7 Sm. L. 446), totally repealed.

An act entitled "An act relative to the election of the officers of turnpike road and bridge companies," approved the nineteenth day of March, one thousand eight hundred twenty-eight (P. L. 195), totally repealed

Section 32 of an act entitled "An act annexing the county of Schuylkill to the Eastern District of the Supreme Court, and for other purposes," approved the second day of August, one thousand eight hundred forty-two (P. L. 465), totally repealed.

Section 2 of an act entitled "A further supplement to the act, entitled 'An act erecting a new county out of the northern part of Luzerne county, to be called Wyoming,' and for other purposes," approved the thirtieth day of April, one thousand eight hundred forty-four (P. L. 532), totally repealed.

Sections 1 and 2 of an act entitled "An act to require corporations to give bail in certain cases, and relative to the commencement of suits against foreign corporations, to the accounts of John Sloan, late treasurer of Lycoming county, and Pittsburgh and Connellsville Railroad Company," approved the fifteenth day of March, one thousand eight hundred forty-seven (P. L. 361), totally repealed.

Section 3 of an act entitled "An act to facilitate the collection of debts against corporations," approved the twenty-first day of March, one thousand eight hundred forty-nine (P. L. 216), totally repealed.

Section 15 of an act entitled "An act to incorporate the Philadelphia and Wilkes-Barre Telegraph Company," approved the twenty-ninth day of March, one thousand eight hundred forty-nine (P. L. 263), totally repealed.

Section 24 of an act entitled "An act to encourage manufacturing operations in this Commonwealth," approved the seventh day of April, one thousand eight hundred forty-nine (P. L. 563), totally repealed.

Section 7 of an act entitled "An act relating to the commencement of actions to judgments and decrees for the payment of money to the widows and children of decedents, to partitions in the common pleas, relative to penalties on telegraph operators, to pleadings in certain actions of debt, to actions of ejectments, to the protection of fences, to partnerships, to limitations of writs of entry in manors, lands, and tenements, to the exemption laws, to reports of the Supreme Court, to appeals relating to wards, boroughs, and township officers, to the acknowledgements of deeds and sequestration of life estates," approved the fourteenth day of April, one thousand eight hundred fifty-one (P. L. 612), totally repealed.

Section 3 of an act entitled "An act relative to land and building associations," approved the seventh day of March, one thousand eight hundred fifty-three (P. L. 155), totally repealed.

An act entitled "A supplement to an act entitled 'An act to encourage manufacturing operations in this Commonwealth,' approved the seventh day of April, Anno Domini one thousand eight hundred and forty-nine," approved the twentieth day of April, one thousand eight hundred fifty-three (P. L. 637), totally repealed.

An act entitled "An act authorizing courts of common pleas to incorporate scientific, agricultural and other associations," approved the twentieth day of February, one thousand eight hundred fifty-four (P. L. 90), totally repealed.

Sections 5, 7, and 8 of an act entitled "An act relating to corporations and to estates held for corporate, religious and charitable uses," approved the twenty-sixth day of April, one thousand eight hundred fifty-five (P. L. 328), totally repealed, so far as relates to corporations.

Section 2 of an act entitled "An act relating to electrical telegraphs and messages sent thereby," approved the eighth day of May, one thousand eight hundred fifty-five (P. L. 531), totally repealed.

An act entitled "An act relating to the service of process in certain cases," approved the seventeenth day of March, one thousand eight hundred fifty-six (P. L. 388), totally repealed.

An act entitled a "Supplement to the acts relating to incorporations by the courts of common pleas," approved the ninth day of April, one thousand eight hundred fifty-six (P. L. 293), totally repealed.

An act entitled "An act concerning the sale of railroads, canals, turnpikes, bridges and plank roads," approved the eighth day of April, one thousand eight hundred sixty-one (P. L. 259), totally repealed except in so far as it relates to steam railroads and canals.

An act entitled "An act relating to the organization and meetings of certain corporations, incorporated under the laws of this Commonwealth," approved the twenty-seventh day of November, one thousand eight hundred sixty-five (P. L. 1866), 1228, totally repealed.

An act entitled "An act to enable iron, manufacturing and mining corporations to borrow money," which became a law on the eleventh day of January, one thousand eight hundred sixty-seven (P. L. 1372), totally repealed.

An act entitled "An act declaratory of the statutes of limitation," approved the twenty-eighth day of March, one thousand eight hundred sixty-seven (P. L. 48), totally repealed.

An act entitled "An act to prevent the fraudulent voting of stock, in oil and mining companies of this Commonwealth," approved the fifteenth day of April, one thousand eight hundred sixty-seven (P. L. 81), totally repealed.

An act entitled "An act requiring a majority of the directors or managers of corporations to constitute a quorum," approved the fifteenth day of April, one thousand eight hundred sixty-nine (P. L. 29), totally repealed.

An act entitled "An act supplementary to the acts relating to mining and manufacturing companies," approved the seventeenth day of April, one thousand eight hundred sixty-nine (P. L. 71), totally repealed.

An act entitled "An act to enable courts of common pleas of this Commonwealth to change the name, style and title of corporations," approved the twentieth day of April, one thousand eight hundred sixty-nine (P. L. 82), totally repealed.

An act entitled "A supplement to an act to provide for the incorporation of gas and water companies, approved March eleventh, one thousand eight hundred and fifty-seven," approved the twenty-fourth day of April, one thousand eight hundred sixty-nine (P. L. 93), totally repealed.

An act entitled "An act for the draining of swampy and wet lands," approved the fifth day of April, one thousand eight hundred seventy (P. L. 47), totally repealed.

An act entitled "An act requiring railroad, canal, navigation and telegraph companies to make uniform reports to the Auditor General," approved the ninth day of April, one thousand eight hundred seventy (P. L. 61), totally repealed except in so far as relates to steam railroads and canals.

An act entitled "A supplement to an act, entitled 'An act for draining swampy and wet lands,' approved April fifth, Anno Domini one thousand eight hundred and seventy," approved the fifteenth day of June, one thousand eight hundred seventy-one (P. L. 388), totally repealed.

An act entitled "An act supplemental to an act, entitled 'A supplement to acts relating to incorporations by the courts of common pleas,' approved on the ninth day of April, Anno Domini one thousand eight hundred and fifty-six," approved the fourth day of April, one thousand eight hundred seventy-two (P. L. 40), totally repealed.

An act entitled "An act relating to foreign executors, administrators, guardians and representatives of decedents and wards," approved the eighth day of April, one thousand eight hundred seventy-two (P. L. 44), totally repealed.

An act entitled "An act to authorize the registry or transfer of certain bonds," approved the first day of May, one thousand eight hundred seventy-three (P. L. 87), totally repealed in so far as relates to private corporations.

An act entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, one thousand eight hundred seventy-four (P. L. 73), totally repealed.

An act entitled "An act to enable the officers of dissolved corporations to convey real estate held by such corporations," approved the twentieth day of April, one thousand eight hundred seventy-four (P. L. 110), totally repealed.

An act entitled "An act to permit cemetery companies, not organized for the purposes of corporate profit, to take and hold any grant, donation or bequest of property, for the uses herein mentioned," approved the fourteenth day of May, one thousand eight hundred seventy-four (P. L. 165), totally repealed.

An act entitled "An act to authorize corporations to increase the security of their bonded indebtedness," approved the fifteenth day of May, one thousand eight hundred seventy-four (P. L. 186), totally repealed.

An act entitled "An act to authorize the issuing of letters patent to certain corporations," approved the fifteenth day of May, one thousand eight hundred seventy-four (P. L. 186), totally repealed.

An act entitled "An act relative to burial grounds and cemeteries, situated in incorporated boroughs," approved the nineteenth day of May, one thousand eight hundred seventy-four (P. L. 208), totally repealed.

An act entitled "An act to facilitate the transfer of stocks and loans," approved the twenty-third day of May, one thousand eight hundred seventy-four (P. L. 222), totally repealed.

Sections 1, 2 and 3 of an act entitled "An act for further regulation of appeals from assessments of damages to owners of property taken for public use," approved the thirteenth day of June, one thousand eight hundred seventy-four (P. L. 283), totally repealed in so far as relates to private corporations.

An act entitled "A supplement to an act approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' providing for the further regulation of such corporations and for the incorporation and regulation of certain additional corporations," which became a law on the seventeenth day of April, one thousand eight hundred seventy-six (P. L. 30), totally repealed.

An act entitled "An act to confirm conveyances of lands made by savings fund, building and loan associations after expiration of the term of their chartered existence," which became a law on the seventeenth day of April, one thousand eight hundred seventy-six (P. L. 41), totally repealed except as to savings funds.

An act entitled "An act supplementary to the act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini eighteen hundred and seventy-four, extending its provisions to all who may have the right to vote at elections for directors, managers or trustees," approved the twenty-fifth day of April, one thousand eight hundred seventy-six (P. L. 47), totally repealed.

An act entitled "An act relieving members of beneficial societies from individual liability for lodge indebtedness," approved the twenty-eighth day of April, one thousand eight hundred seventy-six (P. L. 53), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, providing for the regulation of incline plane railways," approved the first day of May, one thousand eight hundred seventy-six (P. L. 84), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, relative to the incorporation and powers of telegraph companies for the use of individuals, firms and corporations, and for fire alarm, police and messenger business," approved the first day of May, one thousand eight hundred seventy-six (P. L. 90), totally repealed.

An act entitled "An act to authorize bridge companies incorporated by special laws of this Commonwealth, to issue preferred stock and to borrow money, or secure any indebtedness created by them, by issuing bonds and securing the same by a mortgage of their property and corporate rights and franchises, to an amount not exceeding the one-half of the capital stock of such corporation," approved the first day of May, one thousand eight hundred seventy-six (P. L. 91), totally repealed.

An act entitled "An act conferring equity jurisdiction upon the courts of common pleas in all cases of the mortgages of the property or franchises of railroad, canal or navigation companies," approved the fifth day of May, one thousand eight hundred seventy-six (P. L. 123), totally repealed.

An act entitled "An act to enable hospitals, schools and charitable institutions generally to purchase, receive, take and hold ground-rents for investments," approved the eighth day of May, one thousand eight hundred seventy-six (P. L. 143), totally repealed.

An act entitled "An act relating to the use of motive power upon passenger railways," approved the eighth day of May, one thousand eight hundred seventy-six (P. L. 147), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act relative to burial grounds and cemeteries situated in incorporated boroughs,' approved the nineteenth day of May, eighteen hundred and seventy-four changing the title of the said act, and authorizing the court to make orders and decrees required by the act, and to enforce the same by process," approved the thirteenth day of May, one thousand eight hundred seventy-six (P. L. 159), totally repealed.

An act entitled "An act relating to the execution of trusts by corporations," approved the sixteenth day of February, one thousand eight hundred seventy-seven (P. L. 3), totally repealed.

An act entitled "An act to authorize exhibition companies to mortgage their real and personal property and franchises," approved the seventeenth day of April, one thousand eight hundred seventy-eight (P. L. 22), totally repealed.

An act entitled "An act to authorize cities of the first class to consent to the extension of street passenger railways," approved the thirtieth day of April, one thousand eight hundred seventy-eight (P. L. 38), totally repealed.

An act entitled "An act to require all private corporations applying to the State for aid, to file in the office of the Auditor General their acceptance of the provisions of the Constitution," approved the twenty-second day of May, one thousand eight hundred seventy-eight (P. L. 84), totally repealed.

An act entitled "A further supplement to the act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-nine, eighteen hundred and seventy-four, prescribing the proceedings and penalties in case of failure to keep turnpike and plank roads in repair," approved the twenty-second day of May, one thousand eight hundred seventy-eight (P. L. 85), totally repealed.

An act entitled "An act relative to the use of motive power upon passenger railways in cities of the second and third class," approved the twenty-fourth day of May, one thousand eight hundred seventy-eight (P. L. 84), totally repealed.

An act entitled "A supplement to an act, entitled 'An act concerning the sale of railroads, canals, turnpikes, bridges and plank roads,' approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-one, extending the provisions of said act to coal,

iron, steel, lumber, or oil or mining, manufacturing, transportation and telegraph companies, in this Commonwealth," approved the twenty-fifth day of May, one thousand eight hundred seventy-eight (P. L. 145), totally repealed except in so far as it relates to steam railroads and to canals.

An act entitled "An act supplementary to an act, entitled 'An act to consolidate, revise and amend the penal laws of this Commonwealth,' approved the thirty-first day of March, Anno Domini one thousand eight hundred and sixty," approved the twelfth day of June, one thousand eight hundred seventy-eight (P. L. 196), totally repealed.

An act entitled "An act to provide for changing the location of the principal office of certain corporations," approved the eighteenth day of March, one thousand eight hundred seventy-nine (P. L. 7), totally repealed.

An act entitled "An act to remove the disability or disqualification of married women for acting as corporators or officers of any association incorporated heretofore, or that may be hereafter incorporated, for purposes of learning, benevolence, charity or religion," approved the ninth day of April, one thousand eight hundred seventy-nine (P. L. 16), totally repealed.

An act entitled "An act relating to mutual saving fund, building and loan associations, regulating the mode of charging premiums, bonus or interest in advance, of withdrawals, of repayment and collection of loans, also restricting the power to levy excessive fines, and defining the rights and liabilities of married women stockholders, and prescribing the non-application to these associations of the bonus tax and registry laws for corporations," approved the tenth day of April, one thousand eight hundred seventy-nine (P. L. 16), totally repealed in so far as it relates to building and loan associations.

An act entitled "An act to enable religious corporations, chartered under the laws of this Commonwealth, to hold and convey title to real estate which had been held prior to amendment of their charter," approved the eleventh day of April, one thousand eight hundred seventy-nine (P. L. 22), totally repealed.

An act entitled "An act amendatory of certain clauses of certain sections of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, so far as the same relates to road companies," approved the thirtieth day of April, one thousand eight hundred seventy-nine (P. L. 35), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to authorize the registry or transfer of certain bonds,' approved the first day of May, one thousand eight hundred and seventy-three," approved the second day of May, one thousand eight hundred seventy-nine (P. L. 47), totally repealed in so far as it relates to private corporations other than railroads and canals.

An act entitled "An act to enable hospitals, schools, charitable, literary and religious institutions generally, to purchase real estate sold by the sheriff," approved the thirteenth day of May, one thousand eight hundred seventy-nine (P. L. 60), totally repealed.

An act entitled "An act to enlarge the jurisdiction of courts of common pleas of this Commonwealth, relative to granting, improving or amending charters of turnpike road companies, where the charters of such corporations have been granted by the Legislature," approved the fourth day of June, one thousand eight hundred seventy-nine (P. L. 91), totally repealed.

An act entitled "An act relating to turnpike and plank roads," approved the eleventh day of June, one thousand eight hundred seventy-nine (P. L. 126), totally repealed.

An act entitled "An act in relation to the voting shares of certain corporations," approved the eleventh day of June, one thousand eight hundred seventy-nine (P. L. 139), totally repealed.

An act entitled "An act relating to the sale of the property of bridge companies," approved the twelfth day of June, one thousand eight hundred seventy-nine (P. L. 173), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four," approved the twelfth day of June, one thousand eight hundred seventy-nine (P. L. 177), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred seventy-four," approved the twenty-fourth day of May, one thousand eight hundred eighty-one (P. L. 22), totally repealed.

An act entitled "An act to enable foreign insurance corporations and joint stock companies to hold real estate in this Commonwealth," approved the first day of June, one thousand eight hundred eighty-one (P. L. 38), totally repealed.

An act entitled "An act relating to the sale, letting or mortgaging of real estate by corporations," approved the eighth day of June, one thousand eight hundred eighty-one (P. L. 69), totally repealed.

An act entitled "An act to authorize foreign corporations to become corporations of Pennsylvania and to prescribe the mode for their so doing," approved the ninth day of June, one thousand eight hundred eighty-one (P. L. 89), totally repealed.

An act entitled "An act relative to the appointment of police for corporations organized under the laws of this Commonwealth for the preservation and propogation of fish," approved the the tenth day of June, one thousand eight hundred eighty-one (P. L. 101), totally repealed.

An act entitled "An act respecting telegraph, telephone, electric light, and other wires and cables for electric purposes," approved the nineteenth day of April, one thousand eight hundred eighty-three (P. L. 13), totally repealed.

An act entitled "An act for the protection of agricultural and horticultural societies," approved the twenty-sixth day of April, one thousand eight hundred eighty-three (P. L. 14), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act for the incorporation and regulation of corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, authorizing the incorporation of pipe lines for the transportation of petroleum, and providing for the exercise of the right of eminent domain in taking lands and property for such purposes," approved the second day of June, one thousand eight hundred eighty-three (P. L. 61), totally repealed.

An act entitled "An act to escheat to the Commonwealth the telegraph lines and property of telegraph corporations, associations and companies, which violate the provisions of the Constitution, prohibiting the consolidation with or the holding of a controlling interest in the stock or bonds of a competing line of telegraph, or the acquisition, by purchase or otherwise, of any other competing line of telegraph, prescribing the method by which the same may be done and regulating the proceedings thereunder," approved the fifth day of June, one thousand eight hundred eighty-three (P. L. 84), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, providing for the improvement, amendment and alteration of

the charters of corporations of the second class, and authorizing the incorporation of traction motor companies," approved the thirteenth day of June, one thousand eight hundred eighty-three (P. L. 122), totally repealed.

An act entitled "An act to regulate the computation of time under statutes, rules, orders and decrees of court, and under charters and by-laws of corporations, public and private," approved the twentieth day of June, one thousand eight hundred eighty-three (P. L. 136), totally repealed.

An act entitled "A further supplement to an act approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' as amended by the act approved the tenth day of April, one thousand eight hundred and seventy-nine, and amending the second section thereof so as to authorize the formation of corporations for the purpose of driving and floating saw logs, lumber and timber," approved the twenty-second day of June, one thousand eight hundred eighty-three (P. L. 156), totally repealed.

An act entitled "An act to provide for the incorporation and regulation of natural gas companies," approved the twenty-ninth day of May, one thousand eight hundred eighty-five (P. L. 29), totally repealed.

An act entitled "An act authorizing trust companies to transact safe deposit business, and also to increase capital and change the par value of shares representing the same," approved the eleventh day of June, one thousand eight hundred eighty-five (P. L. 111), totally repealed.

An act entitled "An act relating to the practice in courts of common pleas of this Commonwealth, where the defendant is a chartered corporation," approved the twenty-fourth day of June, one thousand eight hundred eighty-five (P. L. 149), totally repealed.

An act entitled "An act to amend the proviso, to the second section of the act, entitled 'An act conferring equity jurisdiction upon courts of common pleas in all cases of the mortgages of the property, or franchises of coal, iron, steel, lumber or oil, or mining, manufacturing, or transportation companies,' approved the twenty-third day of March, Anno Domini one thousand eight hundred and seventy-seven," approved the twenty-fourth day of June, one thousand eight hundred eighty-five (P. L. 151), totally repealed.

An act entitled "An act to amend the fourth section of an act supplementary to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, relating to the incorporation and powers of telegraph companies for the use of individuals, firms and corporations, and fire alarm, police and messenger business," approved the twenty-fifth day of June, one thousand eight hundred eighty-five (P. L. 164), totally repealed.

An act entitled "An act providing for the sale of the turnpikes or plank roads, or any portion thereof, of incorporated turnpike or plank road companies, by the sequestrators of such companies, for the payment of debts," approved the twenty-fifth day of June, one thousand eight hundred eighty-five (P. L. 172), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, regulating the method of the choice of directors in certain corporations of the first class," approved the twenty-fifth day of June, one thousand eight hundred eighty-five (P. L. 177), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to enable the officers of dissolved corporations to convey real estate held by such corporations,' authorizing the court to direct the sale of such real estate, on the petition of any one, or more of the shareholders," approved the twenty-fifth day of June, one thousand eight hundred eighty-five (P. L. 178), totally repealed.

An act entitled "A supplement to an act, entitled 'An act authorizing companies, incorporated under the laws of any other state of the United States, for the manufacture of any form of iron, steel, or glass, to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes,' approved the ninth day of June, one thousand eight hundred and eighty-one, authorizing companies, incorporated under the laws of any other state of the United States, for the conversion, dyeing and cleansing of cotton and other fabrics, to erect and maintain buildings for such manufacturing purposes, and for offices and salesrooms, or either, and to take, have and hold real estate necessary and proper for such purposes," approved the twenty-fifth day of June, one thousand eight hundred eighty-five (P. L. 179), totally repealed.

An act entitled "An act to authorize certain corporations to become sole surety for the faithful performance of any trust or duty, and to authorize certain officers to approve the same," approved the twenty-fifth day of June, one thousand eight hundred eighty-five (P. L. 181), totally repealed.

An act entitled "An act to provide for the incorporation and regulation of motor power companies for operating passenger railways by cables, electrical or other means," approved the twenty-second day of March, one thousand eight hundred eighty-seven (P. L. 8), totally repealed.

An act entitled "A supplement to an act, entitled 'A supplement to an act authorizing companies, incorporated under the laws of any other state of the United States, for the manufacture of any form of iron, steel or glass to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes, approved the ninth day of June, one thousand eight hundred and eighty-one, authorizing companies, incorporated under the laws of any other state of the United States, for the conversion, dyeing and cleansing of cotton, and other fabrics, to erect and maintain buildings for such manufacturing purposes, and for offices and salesrooms, or either, and to take, have and hold real estate necessary and proper for such purposes,' approved twenty-fifth day of June, Anno Domini one thousand eight hundred and eighty-five, conferring similar powers upon companies, incorporated under the laws of any other state of the United States for the manufacture of lumber and wood products, and pyroligneous acids, acetate of lime and charcoal, by the process of destructive distillation, or the preparation of cattle hair for use," approved the twenty-eighth day of April, one thousand eight hundred eighty-seven (P. L. 76), totally repealed.

An act entitled "An act to amend clause two, of section thirty-one, of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, providing for increased rates of tolls upon bridges in certain cases," approved the sixth day of May, one thousand eight hundred eighty-seven (P. L. 92), totally repealed.

An act entitled "An act to enforce against railroad corporations the provisions of section seven of Article sixteen, of the Constitution," approved the seventh day of May, one thousand eight hundred eighty-seven (P. L. 94), totally repealed except in so far as relates to steam railroads.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, and its supplements, regulating the method of the choice of directors in certain corporations of the first class," approved the twenty-third day of May, one thousand eight hundred eighty-seven (P. L. 165), totally repealed.

An act entitled "An act to authorize certain corporations, incorporated and existing under the laws of any other State of the United States, to purchase certain real estate at judicial sales, and to hold and convey the same under certain conditions," approved the twenty-third day of May, one thousand eight hundred eighty-seven (P. L. 176), totally repealed.

An act entitled "An act to amend paragraph four of the second sub-division of the second section of an act, entitled 'An act to provide for the incorporation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, to provide for the incorporation of street paving and construction companies," approved the twenty-fourth day of May, one thousand eight hundred eighty-seven (P. L. 186), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, relating to the holding of land by manufacturers of iron with charcoal," approved the twenty-fourth day of May, one thousand eight hundred eighty-seven (P. L. 188), totally repealed.

An act entitled "A further supplement to 'the corporation act of one thousand eight hundred and seventy-four,' authorizing the formation of associations for the prevention of cruelty to children and aged persons," approved the twenty-fifth day of May, one thousand eight hundred eighty-seven (P. L. 265), totally repealed.

An act entitled 'An act to amend the thirty-first section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four," approved the twenty-fifth day of May, one thousand eight hundred eighty-seven (P. L. 268), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand

eight hundred and seventy-four, amending the twelfth section of said act, and thereby relieving full paid capital stock from liability to further assessment," approved the twenty-fifth day of May, one thousand eight hundred eighty-seven (P. L. 273), totally repealed.

An act entitled "An act to amend the first section of an act, entitled 'A supplement to an act, entitled "An act concerning the sale of railroads, canals, turnpikes, bridges and plank roads," approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-one, extending the provisions of said act to coal, iron, steel lumber or oil, or mining, manufacturing, transportation and telegraph companies, in this Commonwealth,' extending said act, so as to embrace all sales made under and by virtue of a power to sell contained in any mortgage or deed of trust, without any process or decree of a court in the premises," approved the thirty-first day of May, one thousand eight hundred eighty-seven (P. L. 278), totally repealed except in so far as it relates to steam railroads and canals.

An act entitled "An act permitting the stockholders of corporations to determine the number of directors, and the time for holding annual elections of officers," approved the thirty-first day of May, one thousand eight hundred eighty-seven (P. L. 281), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act relating to corporations and to estates held for corporate, religious and charitable uses,' approved April twenty-six, Anno Domini one thousand eight hundred and fifty-five," approved the second day of June, one thousand eight hundred eighty-seven (P. L. 298), totally repealed, so far as relates to corporations.

An act entitled "An act supplementary to an act, approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' amending the thirty-fourth section thereof, extending its provisions to fuel companies, providing for their capital stock and regulation, and giving them the power of eminent domain," approved the second day of June, one thousand eight hundred eighty-seven (P. L. 310), totally repealed.

An act entitled "An act authorizing companies incorporated under the laws of any other State of the United States for the establishment, maintenance and continuance of a ferry, or for the maintenance and continuance of a bridge, between this State and any other state, upon or over any river flowing between said States to erect and maintain piers and certain other buildings and structures, to hold real estate in this State and to mortgage, lease or convey the same," approved the sixth day of June, one thousand eight hundred eighty-seven (P. L. 352), totally repealed.

An act entitled "An act to encourage and authorize the formation of co-operative associations, productive and distributive, by farmers, mechanics, laborers, or other persons," approved the seventh day of June, one thousand eight hundred eighty-seven (P. L. 365), totally repealed.

An act entitled "An act to provide for the incorporation and regulation of companies, not for profit, organized for the encouragement of the arts and sciences and of agriculture and horticulture, and to confer upon such companies the right of eminent domain," approved the fourteenth day of June, one thousand eight hundred eighty-seven (P. L. 383), totally repealed.

An act entitled "A further supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, providing for the further regulation of such corporations," approved the seventeenth day of June, one thousand eight hundred eighty-seven (P. L. 411), totally repealed.

An act entitled "An act authorizing companies incorporated under the laws of any other State of the United States, for the transportation of passengers and freight by steamboats or other vessels, on rivers or other waters between this State and any other State, to hold real estate in this State, and to lease, mortgage and convey the same," approved the seventeenth day of April, one thousand eight hundred eighty-nine (P. L. 35), totally repealed.

An act entitled "An act authorizing any corporation organized for the building of ships, vessels and boats, and the carrying of persons and property thereon, to increase the capital stock of said corporations and relating to the stock so issued," approved the seventeenth day of April, one thousand eight hundred eighty-nine (P. L. 37), totally repealed.

An act entitled "A supplement to 'An act relating to corporations and to estates held for corporate, religious and charitable uses,' approved the twenty-sixth day of April, Anno Domini one thousand eight hundred and fifty-five, increasing the limit of real and personal estates which may be held by such corporations," approved the twenty-second day of April, one thousand eight hundred eighty-nine (P. L. 42), totally repealed.

An act entitled "A further supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, providing for the further regulation of such corporations, and authorizing corporations incorporated for the

purpose of mining for petroleum to purchase, hold and dispose of the stocks and bonds of certain other corporations," approved the third day of May, one thousand eight hundred eighty-nine (P. L. 76), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, providing for the incorporation and regulation of electric light, heat and power companies," approved the eighth day of May, one thousand eight hundred eighty-nine (P. L. 136), totally repealed.

An act entitled "An act supplementary to an act entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, amending the twenty-ninth section of said act, so as to provide for the further regulation of and granting additional powers to all corporations now or hereafter incorporated under the provisions of said act for the insurance of owners of real estate, mortgagees and others interested in real estate, from loss by reason of defective titles, liens and incumbrances," approved the ninth day of May, one thousand eight hundred eighty-nine (P. L. 159), totally repealed.

An act entitled "An act providing for the incorporation and regulation of Young Men's Christian Associations," approved the ninth day of May, one thousand eight hundred eighty-nine (P. L. 163), totally repealed.

An act entitled "An act supplementary to an act approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' amending the eleventh section thereof, as far as the same applies to companies incorporated to supply the public with water, giving and granting authority to the said companies, incorporated for the supply of water to the public, to issue capital stock to an amount not exceeding two million dollars," approved the ninth day of May, one thousand eight hundred eighty-nine (P. L. 180), totally repealed.

An act entitled "An act to authorize the chartering of associations of employes and to provide punishments for the fraudulent appropriation or use of their property," approved the thirteenth day of May, one thousand eight hundred eighty-nine (P. L. 194), totally repealed.

An act entitled "An act to provide for the incorporation and government of street railway companies in this Commonwealth," approved the fourteenth day of May, one thousand eight hundred eighty-nine (P. L. 211), totally repealed.

An act entitled "A further supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, amending the second and thirty-fourth sections thereof, providing for the incorporation of additional corporations, extending the provisions thereof and authorizing companies incorporated for the supply of water to the public, or for the supply of water and water power for commercial and manufacturing purposes, to condemn property and rights for the purpose of obtaining and supplying water or water power," approved the sixteenth day of May, one thousand eight hundred eighty-nine (P. L. 226), totally repealed.

An act entitled "An act to amend an act which became a law on April seventeenth, one thousand eight hundred and seventy-six, entitled 'A supplement to an act approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled "An act to provide for the incorporation and regulation of certain corporations," providing for the further regulation of such corporations and for the incorporation and regulation of certain additional corporations,' amending sections two and eleven of said act," approved the sixteenth day of May, one thousand eight hundred eighty-nine (P. L. 241), totally repealed.

An act entitled "A further supplement to an act, approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' amended by the act approved the tenth day of April, Anno Domini one thousand eight hundred and seventy-nine, and further amended by the act approved the twenty-second day of June, Anno Domini one thousand eight hundred and eighty-three, providing for a further amendment of said eighteenth section as amended by the said last mentioned act, and amending the second section of said last mentioned act, so as to authorize the formation of corporations for the purpose of driving and floating saw logs, lumber and timber upon all streams not exceeding twenty miles in length, and the heads of all streams not exceeding twenty miles in length from their source, and for the formation of corporations for the storage, transmission and transportation of water for the purpose of providing power to, and for, manufacturing and other purposes," approved the twenty-first day of May, one thousand eight hundred eighty-nine (P. L. 259), totally repealed.

An act entitled "A further supplement to the act, entitled 'An act to enable citizens of the United States and corporations chartered under the laws of this Commonwealth, and authorized to hold real estate to hold and convey title which had been held by aliens and corporations not authorized by law to hold the same,' approved the eighth day of May, Anno Domini one thousand eight hundred and seventy-six, authorizing citizens of the United States and corporations chartered under the laws of this Commonwealth and authorized to hold real estate, to hold and convey title which had been held by any church, religious, eleemosynary or charitable corporation, or corporations not authorized by law to hold the same," approved the twenty-ninth day of May, one thousand eight hundred eighty-nine (P. L. 395), totally repealed.

Sections 19 and 32 of an act entitled "A further supplement to an act entitled 'An act to provide revenue by taxation,' approved the seventh day of June, Anno Domini one thousand eight hundred and seventy-nine," approved the first day of June, one thousand eight hundred eighty-nine (P. L. 420), totally repealed except as to banks, joint stock associations and limited partnership associations.

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act to enable the officers of dissolved corporations to convey real estate held by such corporations," authorizing the court to direct the sale of such real estate, on the petition of any one or more of the shareholders,' approved the twenty-fifth day of June, one thousand eight hundred and eighty-five, authorizing the court to direct the sale of such real estate on the petition of any one or more of the shareholders or their legal representatives whenever requested so to do," approved the fifteenth day of April, one thousand eight hundred ninety-one (P. L. 15), totally repealed.

An act entitled "An act providing that certificates of association or articles of incorporation may be acknowledged and sworn to before a notary public," approved the fifteenth day of April, one thousand eight hundred ninety-one (P. L. 18), totally repealed.

An act entitled "A supplement to an act, entitled 'A supplement to an act authorizing companies incorporated under the laws of any other State of the United States for the manufacture of any form of iron, steel or glass, to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes, approved the ninth day of June, one thousand eight hundred and eighty-one, authorizing companies, incorporated under the laws of any other State of the United States, for the conversion, dyeing and cleansing of cotton and other

fabrics, to erect and maintain buildings for such manufacturing purposes, and for offices and salesrooms or either, and to take, have and hold real estate necessary and proper for such purposes,' approved the twenty-fifth day of June, Anno Domini one thousand eight hundred and eighty-five, conferring similar powers upon companies incorporated under the laws of any other State of the United States for the manufacture of lumber and wood products and pyroligneous acids, acetate of lime and charcoal, by the process of destructive distillation or the preparation of cattle hair for use, approved the twenty-eighth day of April, one thousand eight hundred and eighty-seven, conferring similar power upon companies incorporated under the laws of any other State of the United States, for the manufacture of carbon dioxide and magnesia and the products thereof, and compositions, articles and apparatus from and in connection therewith, and for the manufacture of cotton, velvet and other fabrics, and for the manufacture of extracts out of wood, bark, leaves and roots, or any other extracts for tanning, cleansing, dyeing or other purposes," approved the thirtieth day of April, one thousand eight hundred ninety-one (P. L. 39), totally repealed.

An act entitled "An act to amend the fifth section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, defining the officers of corporations and allowing certain officers receiving salaries to be directors and receive compensations," approved the fourteenth day of May, one thousand eight hundred ninety-one (P. L. 61), totally repealed.

An act entitled "An act to authorize burial or cemetery companies to accept trusts in certain cases," approved the sixteenth day of May, one thousand eight hundred ninety-one (P. L. 88), totally repealed.

An act entitled "An act authorizing salaried officers of private or business corporations to concurrently serve as directors therein," approved the twentieth day of May, one thousand eight hundred ninety-one (P. L. 101), totally repealed.

An act entitled "An act to authorize and empower certain corporations incorporated under an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, to pay money or benefits to members in the event of their sickness, accident, disability or death, or

in the event of any or all such contingencies," approved the twenty-third day of May, one thousand eight hundred ninety-one (P. L. 107), totally repealed.

An act entitled "An act to authorize incorporated cemetery or burial associations to purchase other grounds, and to sell and convey in fee simple such portions of their lands not used or conveyed by them for burial purposes, or which may have been reconveyed to them," approved the twenty-sixth day of May, one thousand eight hundred ninety-one (P. L. 118), totally repealed.

An act entitled "An act providing for the recovery of damages to trees along the public highways, by telegraph, telephone and electric-light companies," approved the second day of June, one thousand eight hundred ninety-one (P. L. 170), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation of certain corporations, approved the twenty-ninth day of April, one thousand eight hundred and seventy-four,' so far as it relates to section thirty-seven, relating to building and loan associations," approved the second day of June, one thousand eight hundred ninety-one (P. L. 174), totally repealed.

An act entitled "An act relating to real estate given or devised to corporations to be used for religious or charitable purposes," approved the eighth day of June, one thousand eight hundred ninety-one (P. L. 211), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved May fourteen, Anno Domini one thousand eight hundred and eighty-nine, providing that the capital stock of companies operating such railways by other than animal power, shall not exceed one hundred thousand dollars per mile of track," approved the eighth day of June, one thousand eight hundred ninety-one (P. L. 227), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to authorize certain corporations, incorporated and existing under the laws of any other State of the United States, to purchase certain real estate at judicial sales, and to hold and convey the same under certain conditions,' approved the twenty-third day of May, Anno Domini one thousand eight hundred and eighty-seven, extending the provisions of the third section of said act to any judicial sale," approved the ninth day of June, one thousand eight hundred ninety-one (P. L. 252), totally repealed.

An act entitled "An act to prohibit mining and manufacturing corporations from engaging in the business of carrying on stores known as company stores or general supply stores," approved the ninth day of June, one thousand eight hundred ninety-one (P. L. 256), totally repealed.

An act entitled "An act defining fraternal beneficial and relief societies and their status, authorizing them to create subordinate lodges and to pay benefits upon the sickness, disability or death of their members from funds collected by dues and assessments therein, providing for their registration in the office of the Insurance Commissioner, and requiring that they shall make annual reports to him, and exempting them from taxation and from the supervision of the Insurance Commissioner," approved the sixth day of April, one thousand eight hundred ninety-three (P. L. 7), totally repealed.

An act entitled "An act regulating the organization and incorporation of secret fraternal beneficial societies, orders or associations and protecting the rights of members therein," approved the sixth day of April, one thousand eight hundred ninety-three (P. L. 10), totally repealed.

Sections one and two of an act entitled "An act to enable eleemosynary corporations to secure their property from liability to be wasted or incumbered by managers or beneficiaries of the estate," approved the tenth day of April, one thousand eight hundred ninety-three (P. L. 14), totally repealed in so far as they relate to corporations.

An act entitled "An act to extend the jurisdiction of the courts of this Commonwealth having equity powers, so as to embrace all litigation between stockholders and parties claiming to be stockholders of corporations, and between creditors and stockholders and creditors and the corporations," approved the fourth day of May, one thousand eight hundred ninety-three (P. L. 29), totally repealed.

An act entitled "An act to authorize corporations organized for profit under the laws of Pennsylvania, to make allowances or pensions to employes for faithful and long continued service, who, in such service, have become old, infirm or disabled," approved the eleventh day of May, one thousand eight hundred ninety-three (P. L. 42), totally repealed.

An act entitled "An act to authorize meadow companies controlling contiguous districts to be consolidated into one company," approved the fifteenth day of May, one thousand eight hundred ninety-three (P. L. 48), totally repealed.

An act entitled "An act defining to whom the benefit certificates issued by fraternal societies paying benefits upon the death of their members by mutual assessment shall be paid, where the person or member dies without leaving a person designated to receive the same," approved the twenty-fourth day of May, one thousand eight hundred ninety-three (P. L. 126), totally repealed.

An act entitled "An act amending an act, entitled 'An act defining evidence of stock ownership in corporations, and for determining the right to vote thereon,' approved May seventh, one thousand eight hundred and eighty-nine, further defining evidence of stock ownership and the right to vote thereon," approved the twenty-sixth day of May, one thousand eight hundred ninety-three (P. L. 141), totally repealed.

An act entitled "An act authorizing water companies to relocate roads destroyed, and to acquire land to preserve water supply from contamination," approved the twenty-sixth day of May, one thousand eight hundred ninety-three (P. L. 158), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, as amended by the act approved the seventeenth day of April, Anno Domini one thousand eight hundred and seventy-six, providing for the incorporation of companies for the manufacture and production of silverware, plated ware, jewelry, works of ornament and art, and pictures, and the buying and selling of such articles," approved the third day of June, one thousand eight hundred ninety-three (P. L. 287), totally repealed.

An act entitled "An act relating to corporations organized for religious, educational, literary, scientific or charitable purposes," approved the sixth day of June, one thousand eight hundred ninety-three (P. L. 324), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to authorize incorporated cemetery or burial associations to purchase other grounds, and to sell and convey in fee simple such portions of their land not used or conveyed by them for burial purposes, or which may have been reconveyed to them,' approved the twenty-sixth day of May, Anno Domini one thousand eight hundred and ninety-one, so as to authorize incorporated or unincorporated churches owning burial grounds to purchase other grounds, and to sell and convey such portions of their lands not used or conveyed by them for burial purposes, or which may have been reconveyed to them," approved the sixth day of June, one thousand eight hundred ninety-three (P. L. 325), totally repealed.

An Act entitled "An Act to prohibit the erection of toll houses and toll gates within the limits of any borough," approved the sixth day of June, one thousand eight hundred ninety-three (P. L. 329), totally repealed.

An Act entitled "An Act to provide for the manner of reducing the capital stock of corporations," approved the eighth day of June, one thousand eight hundred ninety-three (P. L. 351), totally repealed.

An Act entitled "An Act to regulate the change of location of the principal office, the place of annual and other meetings of stockholders, and the time of such annual meetings of corporations of this Commonwealth," approved the eighth day of June, one thousand eight hundred ninety-three (P. L. 355), totally repealed.

An Act entitled "A supplement to a supplement to an act, entitled 'A supplement to an act authorizing companies incorporated under the laws of any other state of the United States for the manufacture of any form of iron, steel or glass to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes,' approved the ninth day of June, one thousand eight hundred and eighty-one, authorizing companies incorporated under the laws of any other state of the United States for the conversion, dyeing and cleansing of cotton and other fabrics, to erect and maintain buildings for such manufacturing purposes, and for offices and salesrooms, or either, and to take, have and hold real estate necessary and proper for such purposes, approved the twenty-fifth day of June, Anno Domini one thousand eight hundred and eighty-five, conferring similar powers upon companies incorporated under the laws of any other state of the United States for the manufacture of lumber and wood products and pyroligneous acids, acetate of lime and chacoal by the process of destructive distillation, or the preparation of cattle hair for use, approved the twenty-eighth day of April, one thousand eight hundred and eighty-seven, conferring similar power upon companies incorporated under the laws of any other state of the United States for the manufacture of carbon dioxide and magnesia and the products thereof, and compositions, articles and apparatus from and in connection therewith, and for the manufacture of cotton velvet and other fabrics, and for the manufacture of extracts out of wood, bark, leaves and roots, or any other extracts for tanning, cleansing, dyeing or other purposes,' approved the thirtieth day of April, Anno Domini one thousand eight hundred and ninety-one, conferring similar powers upon companies incorporated under the laws of any other state of the United States for the manufacture or printing of wall paper, lithographs or prints, and for mining and manufacture of clay into brick tile and various other articles and products produced from clay,

and from clay and other substances mixed therewith," approved the eighth day of June, one thousand eight hundred ninety-three (P. L. 389), totally repealed.

An Act entitled "A further supplement to an act approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, entitled 'An Act to provide for the incorporation and regulation of certain corporations,' amended by an act approved the tenth day of April, Anno Domini one thousand eight hundred and seventy-nine, and further amended by act approved the twenty-second day of June, Anno Domini one thousand eight hundred and eighty-three, and further amended by act approved the twenty-first day of May, Anno Domini one thousand eight hundred and eighty-nine, providing for a further amendment of the eighteenth paragraph of Section two of the original act, and amending the Second section of said act so as to authorize the formation of corporations for the purpose of driving and floating logs, lumber and timber upon all streams not exceeding thirty-five miles in length, and the heads of all streams not exceeding thirty-five miles in length from their sources," approved the tenth day of June, one thousand eight hundred ninety-three (P. L. 412), totally repealed.

Section 1 of an act entitled "An Act to provide for the incorporation of certain kinds of real estate companies having for their primary object the encouragement of trade, commerce and manufacturers," approved the tenth day of June, one thousand eight hundred ninety-three (P. L. 417), totally repealed except in so far as it relates to taxation.

An Act entitled "An Act amending an act, entitled 'A supplement to an act approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled "An Act to provide for the incorporation and regulation of certain corporations," providing for the further regulation of such corporations, and for the incorporation and regulation of certain additional corporations,' approved April seventeenth, one thousand eight hundred and seventy-six, authorizing the incorporation of drainage companies," approved the tenth day of June, one thousand eight hundred ninety-three (P. L. 435), totally repealed.

An Act entitled "An Act to amend an act, entitled 'An Act authorizing companies incorporated under the laws of any other state of the United States for the manufacture of any form of iron, steel or glass to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes,' approved the ninth day of June, Anno Domini one thousand eight hundred and eighty-one, extending the same to companies formed for the purpose of quarrying slate, granite, stone or rocks or for dressing, polishing, working or manufacturing

the same, or any of them, and to mineral springs companies incorporated for the purpose of bottling and selling natural mineral springs water," approved the sixteenth day of June, one thousand eight hundred ninety-three (P. L. 466), totally repealed.

An Act entitled "An Act authorizing street passenger railway companies, whose line or lines are not on township or country roads, to enter into contracts with traction or motor power companies, which contracts may provide for the lease, for the sale and for the operation of all or of any part of their property and franchises, and for the construction of necessary cables, motors, apparatus, and appliances to be paid for by mortgage bonds and otherwise," approved the fifteenth day of May, one thousand eight hundred ninety-five (P. L. 63), totally repealed.

An Act entitled "An Act authorizing traction or motor power companies to enter into contract with each other for the sale, lease and operation of their respective property and franchises," approved the fifteenth day of May, one thousand eight hundred ninety-five (P. L. 64), totally repealed.

An Act entitled "An Act authorizing traction or motor power companies and street passenger railway companies owning, leasing, controlling or operating different lines of street railways, to operate all of said lines as a general system, and to lay out such new routes or circuits over the whole or any part of any street or streets occupied by such different companies, and to run cars thereon for such distances and in such directions as will in the opinion of the operating company best accommodate public travel," approved the fifteenth day of May, one thousand eight hundred ninety-five (P. L. 65), totally repealed.

An Act entitled "An Act to validate the exercise of franchises of manufacturing corporations whose charters have expired, and to validate the conveyances and other instruments of said corporations," approved the sixteenth day of May, one thousand eight hundred ninety-five (P. L. 84), totally repealed.

An Act entitled "An Act relating to actions brought to ascertain or recover damages for appropriation of rights of way or easements in lands by corporations invested with the right of eminent domain, and empowering and authorizing owners of lands and corporations, municipal or otherwise, desiring to exercise the right of eminent domain in such lands, to waive the assessment of damages by viewers, and granting the right to either party to demand and have the jury engaged in trying such action, visit and view said land and premises,"

approved the twenty-first day of May, one thousand eight hundred ninety-five (P. L. 89), totally repealed so far as it relates to private corporations.

An act entitled "An act to amend an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine, increasing the length of the tracks of other companies that may be used, authorizing the carrying and distribution of mails of the United States, and the abandonment of portions of street railways," approved the twenty-first day of May, one thousand eight hundred ninety-five (P. L. 93), totally repealed.

An act entitled "An act to amend the fourth section of an act, entitled 'An act supplementary to an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, amending the twenty-ninth section of said act, so as to provide for the further regulation of and granting additional powers to all corporations now or hereafter incorporated under the provisions of said act for the insurance of owners of real estate, mortgagees and others interested in real estate, from loss by reason of defective titles, liens and encumbrances,' enlarging the powers of such corporations and providing that courts into which moneys may be paid or brought may, by order, direct the same to be deposited with any such corporation," approved the twenty-ninth day of May, one thousand eight hundred ninety-five (P. L. 127), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to authorize incorporated cemetery or burial associations to purchase other grounds, and to sell and convey in fee simple such portions of their lands not used or conveyed by them for burial purposes, or which may have been reconveyed to them,' approved the twenty-sixth day of May, Anno Domini one thousand eight hundred and ninety-one, as amended by an act approved the sixth day of June, Anno Domini one thousand eight hundred and ninety-three, 'so as to authorize incorporated or unincorporated churches owning burial grounds to purchase other grounds, and to sell and convey such portions of their lands not used or conveyed by them for burial purposes, or which may have been reconveyed to them,' providing for the removal of bodies from single graves to other places of interment, where the relatives of the deceased or the holders of lots cannot be found, and the sale of the ground wherein the said bodies were interred, and

also for the sale of lots where the owners thereof cannot be found," approved the seventh day of June, one thousand eight hundred ninety-five (P. L. 181), totally repealed.

An act entitled "An act to enable foreign corporations engaged in this State in the publication and sale of books, tracts, newspapers, et cetera, the net profits of which are by its charter or governing body required to be applied to religious and charitable uses, to hold real estate in this Commonwealth," approved the twenty-fourth day of June, one thousand eight hundred ninety-five (P. L. 238), totally repealed.

An act entitled "An act amending paragraph ten of the second sub-division of the second section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, and the several supplements thereto, providing for the incorporation of companies to supply materials for refrigerating purposes to the public through pipes or conduits from central stations," approved the twenty-fourth day of June, one thousand eight hundred ninety-five (P. L. 253), totally repealed.

An act entitled "An act relating to and regulating the issue and transfer of certificates of stock by companies incorporated under the laws of this Commonwealth," approved the twenty-fourth day of June, one thousand eight hundred ninety-five (P. L. 258), totally repealed.

An act entitled "An act to enable the citizens of the United States, and corporations chartered under the laws of this Commonwealth and authorized to hold real estate, to hold and convey title which had been held by aliens and corporations not authorized by law to hold the same," approved the twenty-fourth day of June, one thousand eight hundred ninety-five (P. L. 264), totally repealed.

An act entitled "An act to revoke and annul all exclusive rights, franchises and privileges of gas companies which were in existence prior to the act of April twenty-ninth, one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' which have since accepted the provisions of said act and its supplements, pursuant to the provisions of the twenty-sixth section of said act, so far as said exclusive rights, franchises and privileges are conferred by the provisions of said act or of any amendment thereof, or supplement thereto," approved the twenty-fourth day of June, one thousand eight hundred ninety-five (P. L. 266), totally repealed.

An act entitled "An act to amend an act, entitled 'An act supplementary to an act, approved April twenty-ninth, one thousand eight hundred and seventy-four, entitled "An act to provide for the incorporation and regulation of certain corporations," amending the thirty-fourth section thereof, extending its provisions to fuel companies, providing for their capital stock and regulation, and giving them the power of eminent domain,' approved the second day of June, one thousand eight hundred and eighty-seven, by providing that no exclusive franchise shall vest in any corporation existing prior to the act of April twenty-ninth, one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' which has heretofore accepted or may hereafter accept the provisions of the last mentioned act," approved the twenty-fourth day of June, one thousand eight hundred ninety-five (P. L. 267), totally repealed.

An act entitled "An act to provide for the person upon whom service shall be had by legal process in the case of fraternal beneficial and relief societies whose status is defined by the Act of Assembly, entitled 'An act defining fraternal beneficial and relief societies and their status, authorizing them to create subordinate lodges and to pay benefits, upon the sickness, disability or death of their members from funds collected by dues and assessments therein, providing for their registration in the office of the Insurance Commissioner, and requiring that they shall make annual reports to him, and exempting them from taxation and from the supervision of the Insurance Commissioner,' approved the sixth day of April, Anno Domini one thousand eight hundred and ninety-three," approved the twenty-fifth day of June, one thousand eight hundred ninety-five (P. L. 280), totally repealed.

An act entitled "An act to amend paragraph sixteen of the second subdivision of the second section of an act entitled 'An act to provide for the incorporation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, as amended by the act approved the seventeenth day of April, Anno Domini one thousand eight hundred and seventy-six, providing for the incorporation of companies for buying, selling, trading or dealing in any kind or kinds of goods, wares and merchandise at wholesale," approved the twenty-fifth day of June, one thousand eight hundred ninety-five (P. L. 295), totally repealed.

An act entitled "An act amending an act, entitled 'A supplement to an act, entitled "An act to provide for the incorporation of certain corporations," approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, so far as it relates to section thirty-

seven, relating to building and loan associations,' approved June second, one thousand eight hundred and ninety-one, giving such associations the right, when a series of stock has matured, or when applications for loans by the stockholders thereof shall exceed the accumulations in the treasury to make temporary loans," approved the twenty-fifth day of June, one thousand eight hundred ninety-five (P. L. 303), totally repealed.

An act entitled "A further supplement to 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four," approved the twenty-fifth day of June, one thousand eight hundred ninety-five (P. L. 310), totally repealed.

An act entitled "An act to amend paragraph twenty-four of the second subdivision of the second section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, and the several supplements thereto, providing for the incorporation and regulation of companies for the construction and maintenance of tunnels or underground passageways," approved the twenty-fifth day of June, one thousand eight hundred ninety-five (P. L. 311), totally repealed.

An act entitled "An act to amend the second section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, providing for the incorporation and maintenance of societies for the improvement of streets and public places," approved the twenty-fifth day of June, one thousand eight hundred ninety-five (P. L. 313), totally repealed.

An act entitled "An act to provide for the incorporation of institutions of learning with power to confer degrees in art, pure and applied science, philosophy, literature, medicine, law and theology, and for the supervision and regulation of the same, and providing a method by which institutions already incorporated may obtain the power to confer degrees, and exempting from the provisions of this act colleges heretofore incorporated by the courts of common pleas with power to confer degrees, in cases where such colleges have, at the time of the passage of this act, a specified amount of capital or resources," approved the twenty-sixth day of June, one thousand eight hundred ninety-five (P. L. 327), totally repealed.

An act entitled "An act relative to bonds, undertakings, recognizances, guarantees and other obligations required or permitted to be made, given, tendered or filed with surety or sureties, and to the

acceptance as surety or guarantor thereupon of companies qualified to act as such," approved the twenty-sixth day of June, one thousand eight hundred ninety-five (P. L. 343), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, further amending the twelfth section thereof, so as to permit corporations organized thereunder, either for the purpose of carrying on any manufacturing business or for the supply of water, or for the manufacture or supplying of light, to purchase bonds or stock of other corporations of the same character, or to guarantee the payment of interest and principal of such bonds, or either principal or interest, or to lease and operate corporate property," approved the twenty-sixth day of June, one thousand eight hundred ninety-five (P. L. 369), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, authorizing the incorporation of companies for constructing and maintaining boulevards in this Commonwealth," approved the twenty-sixth day of June, one thousand eight hundred ninety-five (P. L. 382), totally repealed.

An act entitled "An act conferring upon certain fidelity, insurance, safety deposit, trust and savings companies the powers and privileges of companies incorporated under the provisions of section twenty-nine of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, and of the supplements thereto," approved the twenty-seventh day of June, one thousand eight hundred ninety-five (P. L. 399), totally repealed.

An act entitled "An act granting to water power companies, and other corporations owning or controlling water power, authority to develop and distribute electric power by means of their water power, and to erect, construct and maintain the necessary buildings, plant and apparatus for that purpose," approved the second day of July, one thousand eight hundred ninety-five (P. L. 425), totally repealed.

An act entitled "An act to amend section three of an act, entitled 'An act to provide for the incorporation and regulation of motor power companies for operating passenger railways by cables, electrical or other means,' approved the twenty-second day of March, Anno Domini one thousand eight hundred and eighty-seven, provid-

ing for the issuing of bonds secured by mortgage to an amount equal to the capital stock of the corporation paid in," approved the second day of July, one thousand eight hundred ninety-five (P. L. 430), totally repealed.

An act entitled "An act being a further supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, to further provide for the incorporation and regulation of corporations heretofore or hereafter incorporated for the purpose of the supply, storage or transportation of water and water power for commercial and manufacturing purposes," approved the second day of July, one thousand eight hundred ninety-five (P. L. 432), totally repealed.

Sections 2 and 3 of an act entitled "An act to further amend an act approved April ninth, one thousand eight hundred and seventy, 'requiring railroad, canal, navigation and telegraph companies to make uniform reports to the Auditor General,' which act as amended by the act of April thirteenth, one thousand eight hundred and eighty-nine, extended its provisions to telephone companies and conforming to the requirements of the Constitution provided for the filing of such reports with the Secretary of Internal Affairs, and regulated the time for the filing of the same, which said act is now further amended as to the time of forwarding blanks for such reports; and the provisions of said act are extended to include all corporations owning or operating lines of railways, canals, transportation, telegraphs or telephones located in whole or in part in Pennsylvania," approved the nineteenth day of April, one thousand eight hundred ninety-seven (P. L. 25), totally repealed except in so far as they relate to steam railroads and canals.

An act entitled "An act to revive and continue in force provisions of an act, entitled 'An act to extend the time which corporations may hold and convey the title to real estate heretofore bought under execution, or conveyed to them in satisfaction of debts and now remaining in their hands unsold,' approved the eighteenth day of May, Anno Domini one thousand eight hundred and ninety-three," approved the twentieth day of April, one thousand eight hundred ninety-seven (P. L. 28), totally repealed.

An act entitled "An act to amend section ten of an act, entitled 'An act to provide for the incorporation and regulation of natural gas companies,' approved the twenty-ninth day of May, Anno Domini one thousand eight hundred and eighty-five, limiting and fixing the

number and compensation of the viewers therein provided for," approved the eleventh day of May, one thousand eight hundred ninety-seven (P. L. 50), totally repealed.

An act entitled "An act regulating the practice, bail, costs and fees on appeals to the Supreme Court and Superior Court," approved the nineteenth day of May, one thousand eight hundred ninety-seven (P. L. 67), totally repealed.

An act entitled "An act to extend for a further period of five years, the time during which corporations, incorporated and existing under the laws of any other State of the United States, are now authorized by law to hold real estate heretofore purchased at sheriff's or other judicial sales," approved the eighth day of June, one thousand eight hundred ninety-seven (P. L. 136), totally repealed.

An act entitled "An act to enable minors, above the age of eighteen years, to contract for membership in fraternal and beneficial societies," approved the twenty-fourth day of June, one thousand eight hundred ninety-seven (P. L. 204), totally repealed.

An act entitled "An act to amend clauses four, five and seven of an act, entitled 'An act to amend paragraph twenty-four of the second sub-division of the second section of an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, and the several supplements thereto, providing for the incorporation and regulation of companies for the construction and maintenance of tunnels or underground passage ways,' approved the twenty-fifth day of June, Anno Domini one thousand eight hundred and ninety-five," approved the fifteenth day of July, one thousand eight hundred ninety-seven (P. L. 277), totally repealed.

An act entitled "An act to amend the second section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, providing for the incorporation of associations for receiving and holding property, real and personal, of and for unincorporated religious, benevolent, charitable, educational and missionary societies and associations, and executing trusts thereof," approved the fifteenth day of July, one thousand eight hundred ninety-seven (P. L. 283), totally repealed.

An act entitled "An act to amend clause five (5) of section two (2) of an act, entitled 'A supplement to an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, Anno Domini one thousand eight hun-

dred and seventy-four, authorizing the incorporation of companies for constructing and maintaining boulevards in this Commonwealth,' approved June twenty-sixth, Anno Domini one thousand eight hundred and ninety-five," approved the twenty-eighth day of April, one thousand eight hundred ninety-nine (P. L. 71), totally repealed.

Section 2 of an act, entitled "An act to validate changes heretofore made in the names of certain corporations not conducted for profit, and to provide a method of making such changes hereafter," approved the second day of May, one thousand eight hundred ninety-nine (P. L. 160), totally repealed.

An act entitled "An act to provide for increasing the capital stock and indebtedness of corporations," approved the ninth day of February, one thousand nine hundred one (P. L. 3), totally repealed except in so far as it relates to steam railroads and canals.

An act entitled "An act to permit the classification by railroad, railway and transportation corporations of their boards of directors or managers," approved the ninth day of February, one thousand nine hundred one (P. L. 6), totally repealed so far as it relates to traction motor companies, motor power companies, street railway companies, and elevated and underground railway companies.

An act entitled "An act to enforce the provisions of section four of article seventeen of the Constitution," approved the fourth day of April, one thousand nine hundred one (P. L. 61), totally repealed.

An act entitled "An act to regulate the number of directors in corporations chartered under the laws of this Commonwealth," approved the nineteenth day of April, one thousand nine hundred one (P. L. 80), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act authorizing companies incorporated under the laws of any other State of the United States for the manufacture of any form of iron, steel or glass, to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes," approved the ninth day of June, Anno Domini one thousand eight hundred and eighty-one, extending the same to companies formed for the purpose of quarrying slate, granite, stone, or rocks, or for dressing, polishing, working, or manufacturing the same, or any of them, and to mineral springs companies incorporated for the purpose of bottling and selling natural mineral springs water,' approved the sixteenth day of June, Anno Domini one thousand eight hundred and ninety-three," approved the nineteenth day of April, one thousand nine hundred one (P. L. 86), totally repealed.

An act entitled "An act regulating foreign mutual savings fund or building and loan associations doing business within this Commonwealth, and prescribing an annual license fee to be paid by such associations," approved the eleventh day of May, one thousand nine hundred one (P. L. 153), totally repealed.

An act entitled "An act to regulate the acknowledgment or proofs of deeds, mortgages and other instruments of writing by corporations, the form of certificates thereof, and confirming those heretofore made," approved the eleventh day of May, one thousand nine hundred one (P. L. 171), totally repealed.

An act entitled "An act granting certain rights and privileges to regularly organized and incorporated water companies," approved the twenty-first day of May, one thousand nine hundred one (P. L. 270), totally repealed.

An act entitled "An act to amend section two, class A, part thirteen, of the act of one thousand eight hundred and seventy-four, passed on the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, relating to the purposes for which corporations may be formed," approved the twenty-ninth day of May, one thousand nine hundred one (P. L. 344), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred and seventy-four; providing for the merger and consolidation of certain corporations," approved the twenty-ninth day of May, one thousand nine hundred one (P. L. 349), totally repealed.

An act entitled "An act authorizing the abandonment by turnpike road or highway companies of such portion or portions of their turnpike roads or highways as are separated, as to ownership or possession, from the longest continuous portion thereof remaining in the possession or ownership of such companies after the appropriation or condemnation to public use of an intermediate portion or portions thereof; also prescribing the method of making such abandonment and the giving of notice thereof to township authorities, and providing for the future disposition of such abandoned portion or portions of said turnpike, roads or highways," approved the fourth day of June, one thousand nine hundred one (P. L. 359), totally repealed.

An act entitled "An act conferring upon mutual savings fund or building and loan associations, now incorporated, or hereafter to be incorporated, the right to receive, in writing, bids of premium for

priority, and making valid all such bids heretofore accepted," approved the fourth day of June, one thousand nine hundred one (P. L. 403), totally repealed except as to mutual savings fund.

An act entitled "An act relative to the appointment of police for street passenger railways incorporated under the laws of this Commonwealth," approved the seventh day of June, one thousand nine hundred one (P. L. 508), totally repealed.

An act entitled "An act to further amend an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine, and the amendments thereto, approved the twenty-first day of May, Anno Domini one thousand eight hundred and ninety-five; and providing for the length of tracks of any companies that may be used by another company; for the use by any company of streets, highways and bridges which have been abandoned or may be abandoned, or are not in use by any other companies, chartered or authorized to use the same, or which are not in constant daily use for the transportation of passengers by such companies; and for the use of streets, highways and bridges by any company, which other companies have relinquished the right to use, or which are only in temporary use, either by virtue of the provisions of any act of Assembly, or of any ordinance of Council, or of any contract or agreement with the Commonwealth or the local authorities of any city, borough or township, and providing compensation therefor; limiting the time within which application must be made to the local authorities of any city, borough or township, within which work must be commenced and the railway completed; and providing that where a company shall receive a charter to build a road on any street or highway, no other charter shall be granted to any other company to occupy the same street or highway, until after the time given to the first company to obtain the consent of the local authorities and begin and complete its work, shall have elapsed; conferring the right to acquire property by purchase, for certain uses of the corporation," approved the seventh day of June, one thousand nine hundred one (P. L. 514), totally repealed.

An act entitled "An act to provide for the incorporation and government of passenger railways, either elevated or underground, or partly elevated and partly underground, with surface rights," approved the seventh day of June, one thousand nine hundred one (P. L. 523), totally repealed.

An act entitled "An act to amend the forty-fifth section of an act, entitled 'An act to provide for the incorporation and regulation of

certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four; providing for the publication in separate pamphlet form of a certified list of all charters of corporation," approved the seventh day of June, one thousand nine hundred one (P. L. 530), totally repealed.

An act entitled "An act to limit the amount of loans to officers and directors of banks, trust companies, and savings institutions, with capital stock, heretofore or hereafter incorporated in this Commonwealth, and prohibiting loans upon the security of the capital stock of such corporations," approved the fourteenth day of June, one thousand nine hundred one (P. L. 561), totally repealed in so much as relates to trust companies.

An act entitled "An act to authorize and empower any telephone corporation to buy and own the capital stock of any other or like corporation, and to acquire the franchises, property, rights and credits of the latter, for the purpose of connecting the two into a continuous telephone line," approved the fourteenth day of June, one thousand nine hundred one (P. L. 566), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and government of passenger railways, either elevated or underground, or partly elevated and partly underground, with surface rights,' approved June seventh, one thousand nine hundred and one, authorizing the building of either an elevated or underground railway, or both an elevated and underground railway, having first obtained consent of local authorities," approved the nineteenth day of June, one thousand nine hundred one (P. L. 572), totally repealed.

An act entitled "An act authorizing the transfer, upon the books of the corporation, of lots in cemeteries, owned by the corporations of the first class," approved the nineteenth day of June, one thousand nine hundred one (P. L. 574), totally repealed.

An act entitled "An act providing that no company hereafter formed for the purpose of construction and operation of a passenger railway, either elevated or underground, or partly elevated or partly underground, with incidental surface rights, shall be incorporated except where the same shall be located upon streets in thickly populated regions, and until the necessity for such railways shall have been passed upon by a board consisting of the Governor, the Secretary of the Commonwealth and the Attorney General, after notice," approved the twentieth day of June, one thousand nine hundred one (P. L. 577), totally repealed.

An act entitled "An act amending section three of 'An act to provide for the incorporation and regulation of companies, not for profit, organized for the encouragement of the arts and sciences and of agriculture and horticulture, and to confer on such companies the right of eminent domain,' approved the fourteenth day of June, one thousand eight hundred and eighty-seven, enabling said corporations to increase their bonded indebtedness from two hundred thousand dollars to five hundred thousand dollars," approved the twenty-fifth day of June, one thousand nine hundred one (P. L. 599), totally repealed.

An act entitled "An act authorizing corporations, organized for profit, to purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of, the shares of capital stock of, or any bonds, securities or evidences of indebtedness created by, any other corporation," approved the second day of July, one thousand nine hundred one (P. L. 603), totally repealed.

An act entitled "An act authorizing corporations organized under the laws of Pennsylvania to increase or diminish the par value of the shares of their capital stock," approved the second day of July, one thousand nine hundred one (P. L. 606), totally repealed.

An act entitled "An act to amend the eighteenth paragraph of section second of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, so as to authorize the formation of corporations for any lawful purpose not otherwise specifically provided for by act of Assembly," approved the ninth day of July, one thousand nine hundred one (P. L. 624), totally repealed.

An act entitled "An act concerning proxies, authorizing representation and voting of shares of capital stock of corporations at meetings and elections thereof," approved the fifth day of March, one thousand nine hundred three (P. L. 14), totally repealed.

An act entitled "An act to prevent the multiplication of poles, wires, and conduits for electrical purposes, by authorizing corporations, manufacturing or using electrical current for any purposes, to enter into contracts with each other relating to the exchange of current, the joint use of poles, wires, and conduits, or the lease or operation of each others systems," approved the nineteenth day of March, one thousand nine hundred three (P. L. 34), totally repealed.

An act entitled "An act relating to the taking of stock votes, upon subjects presented to stockholders of corporations of this Commonwealth for their action," approved the twenty-fourth day of March, one thousand nine hundred three (P. L. 50), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to provide for the incorporation and government of passenger railways, either elevated or underground, or partly elevated and partly underground, with surface rights,' approved the seventh day of June, Anno Domini one thousand nine hundred and one; providing for the abandonment by corporations incorporated under said act of portions of their road, and permitting them to use parts of the tracks of other companies, incorporated under said act, with the consent of such company; and further, providing for the merger of companies incorporated under said act," approved the twenty-fifth day of March, one thousand nine hundred three (P. L. 52), totally repealed.

An act entitled "An act authorizing the courts of common pleas of this Commonwealth to decree the dissolution of certain corporations, in certain cases, and to order the sale of their real estate and make distribution of the proceeds thereof," approved the twenty-seventh day of March, one thousand nine hundred three (P. L. 79), totally repealed.

An act entitled "An act to empower the Commissioner of Forestry and the Forestry Reservation Commission to give street railway companies the privilege to construct, maintain and operate their lines of railway over, along and upon public highways within or bordering on forest reservations owned by the Commonwealth," approved the fifteenth day of April, one thousand nine hundred three (P. L. 200), totally repealed.

An act entitled "An act supplementary to an act, entitled 'An act conferring upon certain fidelity, insurance, safety deposit, trust and savings companies the powers and privileges of corporations incorporated under the provisions of section twenty-nine of an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, and of the supplements thereto,' approved the twenty-seventh day of June, one thousand eight hundred and ninety-five," approved the twenty-first day of April, one thousand nine hundred three (P. L. 223), totally repealed.

An act entitled "An act regulating the change of corporate titles," approved the twenty-second day of April, one thousand nine hundred three (P. L. 251), totally repealed.

An act entitled "An act to amend an act, entitled 'An act authorizing railroad and other transportation corporations of this State to acquire, hold, dispose of, and guarantee the stock and securities of certain other corporations of this State or elsewhere, approved April fourth, one thousand nine hundred and one,'" approved the twenty-third day of April, one thousand nine hundred three (P. L. 280), totally repealed in so far as relates to traction motor companies, motor power companies, street railway companies, elevated railway companies and underground railway companies.

An act entitled "An act entitled a supplement to an act, approved the twenty-fourth day of June, Anno Domini one thousand eight hundred and ninety-five, entitled 'An act amending paragraph ten of the second sub-division of the second section of an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, and the several supplements thereto, providing for the incorporation of companies to supply materials for refrigerating purposes to the public through pipes or conduits from central stations;' repealing part of section two of said act, and further regulating such corporations in cities of the first class," approved the twenty-fifth day of April, one thousand nine hundred three (P. L. 303), totally repealed.

An act entitled "An act providing for the voting of shares of stock in corporations in this Commonwealth, held by executors, administrators, guardians, and trustees, and the manner of voting the same," approved the sixteenth day of March, one thousand nine hundred five (P. L. 42), totally repealed.

An act entitled "A supplement to an act, entitled 'A supplement to an act, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, further amending the twelfth section thereof so as to permit corporations organized thereunder, either for the purpose of carrying on any manufacturing business, or for the supply of water, or for the manufacture or supplying of light, to purchase bonds or stock of other corporations of the same character, or to guarantee the payment of interest and principal of such bonds, or either principal or interest, or to lease and operate corporate property,' approved the twenty-sixth day of June, Anno Domini one thousand eight hundred and ninety-five, correcting errors therein and validating all acts done in pursuance thereof," approved the twenty-fourth day of March, one thousand nine hundred five (P. L. 56), totally repealed.

An act entitled "An act amending the third section of a supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-nine, one thousand eight hundred and seventy-four, 'providing for the improvement, amendment and alteration of the charters of corporations of the second class, and authorizing the incorporation of traction motor companies,' approved the thirteenth day of June, Anno Domini one thousand eight hundred and eighty-three; requiring corporations to file a certificate with the Governor of the Commonwealth, setting forth that all reports required by the Auditor General of the Commonwealth have been duly filed, and that all taxes due the Commonwealth have been paid, before the improvement, amendment or alteration of the charter of any corporation," approved the thirty-first day of March, one thousand nine hundred five (P. L. 93), totally repealed.

An act entitled "An act to amend section three of a supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, one thousand eight hundred and seventy-four, providing for the merger and consolidation of certain corporations, approved the twenty-ninth day of May, one thousand nine hundred and one; requiring the filing of all reports required by the Auditor General, and the payment of all taxes due the Commonwealth of Pennsylvania, by corporations, before merger or consolidation," approved the thirty-first day of March, one thousand nine hundred five (P. L. 95), totally repealed.

An act entitled "An act providing that the right of eminent domain, as respects the appropriation of streams, rivers or waters, or the land covered thereby, shall not be exercised by water companies incorporated under law," approved the thirteenth day of April, one thousand nine hundred five (P. L. 152), totally repealed.

An act entitled "An act to amend the first section of an act, entitled 'An act to provide for the manner of reducing the capital stock of corporations,' approved the eighth day of June, Anno Domini one thousand eight hundred and ninety-three (1893); extending the provisions of the said act to all corporations created by general or special law, and repealing all acts or parts of acts inconsistent therewith," approved the twenty-second day of April, one thousand nine hundred five (P. L. 264), totally repealed.

An act entitled "An act to amend section one of the act, entitled 'An act to provide for increasing the capital stock and indebtedness of corporations,' approved the ninth day of February, Anno Domini one thousand nine hundred and one; authorizing corporations to

increase their capital stock and indebtedness, and secure the payment of principal and interest of their indebtedness," approved the twenty-second day of April, one thousand nine hundred five (P. L. 280), totally repealed.

An act entitled "An act to amend clause one of section thirty-three of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, one thousand eight hundred and seventy-four, and allowing telegraph and telephone lines to be constructed also in subways, under the public roads, streets, lanes, and highways of this State," approved the twenty-second day of April, one thousand nine hundred five (P. L. 294), totally repealed.

An act entitled "A supplement to an act entitled 'An act to further amend an act, entitled "An act to provide for the incorporation and government of street railway companies in this Commonwealth," approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine, and the amendments thereto, approved the twenty-first day of May, Anno Domini one thousand eight hundred and ninety-five; and providing for the length of tracks of any companies that may be used by another company; for the use by any company of streets, highways and bridges which have been abandoned or may be abandoned, or are not in use by any other companies chartered or authorized to use the same, or which are not in constant daily use for the transportation of passengers by such companies; and for the use of streets, highways and bridges by any company, which other companies have relinquished the right to use, or which are only in temporary use, either by virtue of the provisions of any act of Assembly, or of any ordinance of council, or of any contract or agreement with the Commonwealth or the local authorities of any city, borough or township; and providing compensation therefor; limiting the time within which application must be made to the local authorities of any city, borough or township, within which work must be commenced and the railway completed; and providing that where a company shall receive a charter to build a road on any street or highway, no other charter shall be granted to any other company to occupy the same street or highway, until after the time given to the first company to obtain the consent of the local authorities, and begin and complete its work, shall have elapsed; conferring the right to acquire property by purchase, for certain uses of the corporation,' approved the seventh day of June, Anno Domini one thousand nine hundred and one," approved the third day of May, one thousand nine hundred five (P. L. 368), totally repealed.

An act entitled "An act authorizing contracts between cities, boroughs and townships, of the one part, and street passenger railway companies and motor power companies, of the other part; providing for the keeping of certain streets free from street railway tracks, by permitting the temporary relocation or abandonment of tracks already laid, or the postponement of the laying of tracks duly authorized, while preserving the rights of such company to resume the exercise of its said franchises upon the termination or breach of such contract," approved the third day of May, one thousand nine hundred five (P. L. 379), totally repealed.

An act entitled "An act to quiet the title of real estate; and to enable citizens of the United States, and corporations chartered under the laws of this Commonwealth and authorized to hold real estate therein, to hold and convey title to real estate which has formerly been held by corporations not authorized by law to hold real estate in Pennsylvania," approved the twenty-first day of March, one thousand nine hundred seven (P. L. 21), totally repealed.

An act entitled "An act authorizing contracts between cities, boroughs or townships, of the one part, and street passenger railway companies, surface, elevated or underground, or motor power companies leasing and operating the franchises and property of such companies, of the other part, affecting, fixing and regulating the franchises, powers, duties and liabilities of such companies, the management of the same, the relations and respective rights of the contracting parties, and the ultimate acquisition by such cities, boroughs and townships of the property, leaseholds, and franchises of said contracting companies," approved the fifteenth day of April, one thousand nine hundred seven (P. L. 80), totally repealed.

An act entitled "An act to confer upon street railway companies, and the lessees or operators thereof, the right to do an express business, and to transport light freight and property and to charge and collect reasonable compensation therefor," approved the twenty-second day of April, one thousand nine hundred seven (P. L. 96), totally repealed.

An act entitled "An act to amend the seventh section of the act, entitled 'An act relating to corporations and estates held for corporate, religious, and charitable uses,' approved the twenty-sixth day of April, Anno Domini eighteen hundred and fifty-five, as amended by the supplement to said act, approved the second day of June, Anno Domini eighteen hundred and eighty-seven, by striking out the requirement that the control of the property of such corporations, by the lay members thereof, shall appear in the charters of corporations included in the provisions of the said act; validating all char-

ters of such corporations, heretofore granted, which do not contain such provision," approved the first day of May, one thousand nine hundred seven (P. L. 132), totally repealed, so far as relates to corporations.

An act entitled "An act to provide for the division of charitable corporations having more than one place where their operations are carried on, and of their property; and providing for the performance of public duties of such corporations," approved the first day of May, one thousand nine hundred seven (P. L. 140), totally repealed.

An act entitled "An act to provide for the creation and maintenance of a reserve fund in all banks, banking companies, savings banks, savings institutions, companies authorized to execute trusts of any description and to receive deposits of money, which are now or which may hereafter be incorporated under the laws of this Commonwealth, and in all trust companies or other companies receiving deposits of money, which may have been heretofore or which may hereafter be incorporated under section twenty-nine of the act approved April twenty-nine, one thousand eight hundred and seventy-four, entitled 'An act for the creation and regulation of corporations,' and the supplements thereto," approved the eighth day of May, one thousand nine hundred seven (P. L. 180), totally repealed so much as relates to trust companies.

An act entitled "A supplement to an Act of Assembly of the Commonwealth of Pennsylvania, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, as the same has been supplemented by acts of assembly of said Commonwealth, approved on the following dates; namely, sixteenth day of February, Anno Domini one thousand eight hundred and seventy-four; twenty-fourth day of May, Anno Domini one thousand eight hundred and eighty-one; twenty-ninth day of May, Anno Domini one thousand eight hundred and eighty-five; eleventh day of June, Anno Domini one thousand eight hundred and eighty-five; twenty-fifth day of June, Anno Domini one thousand eight hundred and eighty-five; ninth day of May, Anno Domini one thousand eight hundred and eighty-nine; twenty-ninth day of May, Anno Domini one thousand eight hundred and ninety-five; twenty-sixth day of June, Anno Domini one thousand eight hundred and ninety-five; twenty-seventh day of June, Anno Domini one thousand eight hundred and ninety-five; second day of May, Anno Domini one thousand nine hundred and one; fourth day of June, Anno Domini one thousand nine hundred and one; twenty-first day of April, Anno Domini one thousand nine hundred and three; and seventeenth day of

April, Anno Domini one thousand nine hundred and five; inter alia providing for the establishment and regulation of trust companies," approved the eighth day of May, one thousand nine hundred seven (P. L. 192), totally repealed.

An act entitled "An act exempting certain real estate from the power of eminent domain as exercised by corporations incorporated under the laws of Pennsylvania," approved the tenth day of May, one thousand nine hundred seven (P. L. 196) totally repealed.

An act entitled "An act to amend an act, entitled 'An act to enable mining, manufacturing, and trading companies to wind up their affairs, after the expiration of their charters,' approved the twenty-first day of May, Anno Domini one thousand eight hundred and eighty-one," approved the twenty-third day of May, one thousand nine hundred seven (P. L. 204), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act to amend an act, entitled 'An act authorizing companies incorporated under the laws of any other State of the United States for the manufacture of any form of iron, steel, or glass to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes,' approved the ninth day of June, Anno Domini one thousand eight hundred and eighty-one, extending the same to companies formed for the purpose of quarrying slate, granite, stone, or rocks, or for dressing, polishing, working, or manufacturing the same, or any of them, and to mineral springs companies incorporated for the purpose of bottling and selling natural mineral springs water," approved the sixteenth day of June, Anno Domini one thousand eight hundred and ninety-three,' approved the nineteenth day of April, Anno Domini one thousand nine hundred and one; extending the same to companies formed for the purpose of manufacturing and selling chemicals, foodstuffs, cement and cement products, and the quarrying of cement rock," approved the twenty-eighth day of May, one thousand nine hundred seven (P. L. 266), totally repealed.

An act entitled "An act defining the rights and duties of water companies, and compelling them to furnish water to municipalities in which their source of supply is located, or forfeit their rights to a sufficient quantity of water from such sources as will supply the needs of such municipality, city, borough, or township, and the inhabitants thereof; also giving private and municipal water companies, organized under the provisions of this act, the right to condemn, take, and appropriate, with the consent and approval of the State Water Supply Commission, a sufficient quantity of water, from any source of supply lying within the corporate limits of the muni-

cipality, when such source of supply is not being utilized for supplying water to such municipality and the inhabitants thereof; also providing that water companies file statements with the State Water Supply Commission, under certain conditions, and making their failure to do so a misdemeanor, and prescribing penalties for a violation of the same," approved the twenty-eighth day of May, one thousand nine hundred seven (P. L. 278), totally repealed.

An act entitled "An act to provide that no dam, wall, wingwall, wharf, pier, embankment, abutment, projection, or other obstruction, nor any addition thereto, shall be constructed, erected, or built in or along any public or navigable river or stream heretofore declared a public highway, within this Commonwealth; nor shall the course, current, or cross-section thereof be changed or diminished, without the approval of the Water Supply Commission of Pennsylvania; and to require maps, plans, profiles, specifications, information, and data relating thereto to be submitted to said Commission," approved the twenty-eighth day of May, one thousand nine hundred seven (P. L. 299), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, Anno Domini eighteen hundred and seventy-four; providing for the incorporation of trustees appointed or to be appointed under the terms of any will, deed, grant, or gift creating a trust or trusts for the benefit of the people of any incorporated city of this Commonwealth, for the advancement of learning, science, music, and art, or any one or more of said purposes, in which representatives of said city may have part in the management," approved the twenty-eighth day of May, one thousand nine hundred seven (P. L. 300), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine; authorizing companies chartered under the said act to issue bonds, payable at such times after the date thereof as may seem best to the directors," approved the twenty-ninth day of May, one thousand nine hundred seven (P. L. 308), totally repealed.

An act entitled "An act to amend section two of an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine; providing that the consent of the local authorities of all the cities, boroughs, and townships of the first class, and the board of

road supervisors of townships of the second class, be obtained before the granting of any such charter," approved the first day of June, one thousand nine hundred seven (P. L. 366), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine; authorizing companies chartered under the said act to locate or relocate their lines of railway so that the same may be either in whole or in part on public highways, or in whole or in part on private property; and conferring upon them the right of eminent domain; and providing the method for the assessment of damages for property taken, injured, or destroyed; and making them common carriers of certain kinds of freight," approved the first day of June, one thousand nine hundred seven (P. L. 368), totally repealed.

An act entitled "An act providing that no railroad corporation of this State shall hereafter acquire, purchase, or guarantee the stock, bonds, or other securities of, or lease or purchase the franchises of, or in any way control, any street passenger railway corporation owning or having under its control a parallel or competing line with said railroad, and providing a penalty for the violation hereof," approved the first day of June, one thousand nine hundred seven (P. L. 385), totally repealed.

An act entitled "An act requiring that all water, gas, or electric light corporations, before entering upon or occupying any public street or highway in any township of the first class of this Commonwealth, shall first make application to the proper authorities of such township of the first class and obtain its consent to such entry or occupancy," approved the sixth day of June, one thousand nine hundred seven (P. L. 417), totally repealed.

An act entitled "An act to regulate the maximum rate of fare to be charged for transportation of passengers by street railways companies or corporations, in the cities of the second class of the Commonwealth, and prescribing a penalty for the violation thereof," approved the seventh day of June, one thousand nine hundred seven (P. L. 453), totally repealed.

An act entitled "An act amending clause four of section twenty-nine of section one of an act, entitled 'An act conferring upon certain fidelity, insurance, safety deposit, trust, and savings companies the powers and privileges of companies incorporated under the provisions of section twenty-nine of an act, entitled "An act to provide for the incorporation and regulation of certain corporations," ap-

proved April twenty-ninth, Anno Domini one thousand eight hundred and seventy-four, and of the supplements thereto,' approved the twenty-seventh day of June, Anno Domini one thousand eight hundred and ninety-five (Pamphlet Laws, three hundred and ninety-nine)," approved the seventh day of June, one thousand nine hundred seven (P. L. 454), totally repealed.

An act entitled "An act to require all water and water-power companies hereafter incorporated, or hereafter formed by merger and consolidation, or hereafter purchasing the property and franchises of any other such company, to designate the exact source of their supply of water or water-power; and to require all existing water and water-power companies, merging and consolidating or purchasing the property and franchises of any other such company, to accept the provisions of this act, and of the act approved April thirteenth, one thousand nine hundred and five, entitled 'An act providing that the right of eminent domain, as respects the appropriation of streams, rivers, or waters, or the land covered thereby, shall not be exercised by water companies incorporated under law,' and providing the manner in which water and water-power companies, subject to the provisions of this act, may secure a new or additional source of supply for their water or water-power," approved the seventh day of June, one thousand nine hundred seven (P. L. 455), totally repealed.

An act entitled "An act providing a method to secure possession of lands, buildings or other property acquired under the power of eminent domain," approved the seventh day of June, one thousand nine hundred seven (P. L. 461), totally repealed as to private corporations.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and government of street railway companies in this Commonwealth,' approved the fourteenth day of May, Anno Domini one thousand eight hundred and eighty-nine; to confer upon street railway companies, incorporated under said act, its supplements and amendments, the right and power to divert its route and tracks from public highways to private property, and to return to such highways," approved the twelfth day of June, one thousand nine hundred seven (P. L. 526), totally repealed.

An act entitled "An act to better provide for perpetual care and preservation of burial grounds or cemeteries within this Commonwealth," approved the eighteenth day of March, one thousand nine hundred nine (P. L. 41), totally repealed.

An act entitled "An act restricting the use of the word 'trust' as part of a corporate name; forbidding advertising or doing business at a trust company, except by corporations under the supervision of the banking department; and providing a penalty for violations thereof," approved the twenty-second day of April, one thousand nine hundred nine (P. L. 121), totally repealed.

An act entitled "An act to validate the exercise of franchise of manufacturing corporations and land companies whose charters have expired, and to validate the conveyances and other instruments of said corporations," approved the twenty-second day of April, one thousand nine hundred nine (P. L. 122), totally repealed.

An act entitled "An act authorizing the burgess and council in any incorporated borough in this Commonwealth, in which is vested the title, control, and management of any cemetery or burial ground, to transfer said title, control, and management to an incorporated cemetery company, and providing how such transfer shall be effected," approved the twenty-third day of April, one thousand nine hundred nine (P. L. 155), totally repealed.

An act entitled "An act to provide that when a receiver of a corporation is appointed in any court, on motion of the Attorney General, at the instance of either the Commissioner of Banking or the Insurance Commissioner, such receiver shall supersede any receiver previously appointed by decree of any court, and shall supersede any assignee or trustee previously appointed by such corporation; and requiring such superseded receiver, assignee, or trustee to pay over and deliver to the receiver appointed on motion of the Attorney General the money, assets, and property of such corporation in his or their possession, and to file his or their account in the proper court; and providing for the appointment of auditors of the accounts of receivers appointed on the motion of the Attorney General, and defining their duties," approved the twenty-third day of April, one thousand nine hundred nine (P. L. 167), totally repealed.

An act entitled "An act to quiet the title of real estate, and to enable citizens of the United States, and corporations chartered under the laws of this Commonwealth, and authorized to hold real estate therein, to hold and convey title to real estate, which has been formerly held by corporations not authorized by law to hold real estate in Pennsylvania," approved the twenty-third day of April, one thousand nine hundred nine (P. L. 172), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act to amend an act, entitled 'An act authorizing companies incorporated under the laws of any other State of

the United States for the manufacture of any form of iron, steel, or glass, to erect and maintain buildings and manufacturing establishments, and to take, have, and hold real estate necessary and proper for manufacturing purposes,' approved the ninth day of June, Anno Domini one thousand eight hundred and eighty-one, extending the same to companies formed for the purpose of quarrying slate, granite, stone, or rocks, or for dressing, polishing, working, or manufacturing the same, or any of them, and to mineral springs companies incorporated for the purpose of bottling and selling natural mineral springs water, approved the sixteenth day of June, Anno Domini one thousand eight hundred and ninety-three" extending the same to companies incorporated for the purpose of manufacturing, supplying and sale of ice, approved the nineteenth day of April, Anno Domini one thousand nine hundred and one,' by extending the same to companies incorporated for the manufacture of paper, wood-pulp, or chemical fibre," approved the twenty-seventh day of April, one thousand nine hundred nine (P. L. 173), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to amend the first section of an act, entitled "A supplement to an act, entitled 'An act concerning the sale of railroads, canals, turnpikes, bridges, and plank roads,' approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-one, extending the provisions of said act to coal, iron, steel, lumber, or oil, or mining, manufacturing, transportation, and telegraph companies, in this Commonwealth," extending said act so as to embrace all sales made under and by virtue of a power to sell contained in any mortgage or deed of trust, without any process or decree of a court in the premises,' approved the thirty-first day of May, Anno Domini one thousand eight hundred and eighty-seven; so as to give to sales or conveyances made under and by virtue of any process or decree of the district court of the United States the same force and effect which are, by said act, given to sales or conveyances made under and by virtue of any process or decree of any court of this State, or of the circuit court of the United States," approved the twenty-seventh day of April, one thousand nine hundred nine (P. L. 175) totally repealed, except in so far as it relates to steam railroads and to canals.

An act entitled "An act to prevent any individual from holding, at the same time, more than one of the offices of president, vice-president, secretary, treasurer, or solicitor of any building and loan association, incorporated under the laws of this Commonwealth, and providing a penalty for the breach thereof," approved the twenty-ninth day of April, one thousand nine hundred nine (P. L. 289) totally repealed.

An act entitled "An act to provide that notice, wherever required by law, in connection with the formation, amendment, increase or reduction of capital stock, conduct of business, merger, transfer of franchises, or dissolution of corporations, joint-stock companies, limited partnerships, or partnership association, shall be published in the legal journal, of the proper county, in which court notices usually appear," approved the third day of May, one thousand nine hundred nine (P. L. 386) totally repealed as to corporations.

An act entitled "An act to empower the Pennsylvania Soldiers' Orphan School Commission, for and on behalf of the Commonwealth, to sell and grant to railroad companies the privilege to construct, maintain, and operate their lines of railroad over, along, and upon any lands purchased and owned by the Commonwealth for the purposes of Soldiers' Orphan Schools, and for this purpose to make conveyances," approved the third day of May, one thousand nine hundred nine (P. L. 400) totally repealed in so far as it relates to street railway companies and motor power companies.

An act entitled "An act authorizing the merger and consolidation of certain corporations," approved the third day of May, one thousand nine hundred nine (P. L. 408) totally repealed.

An act entitled "An act to confer upon street railway companies, and the lessees or operators thereof, the right to transport all kinds of freight and property, and to charge and collect reasonable compensation therefor, provided the consent of the local authorities be first obtained," approved the sixth day of May, one thousand nine hundred nine (P. L. 457) totally repealed.

An act entitled "An act to authorize and empower street railway companies and railroad companies, heretofore or hereafter incorporated, to connect their tracks and to interchange their cars, whether passenger or freight, and the continuous movement thereof between and over their said tracks, provided the consent of the local authorities be first obtained," approved the sixth day of May, one thousand nine hundred nine (P. L. 458), totally repealed.

An act entitled "An act amending and supplementing section two of the act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-nine, one thousand eight hundred and seventy-four, by striking out clause twenty of corporations of the second class, and providing that corporations of the second class shall include corporations for any lawful purpose not specifically designated by law as the purpose for which a corporation may be formed, and providing that certain companies heretofore

incorporated may become incorporated hereunder," approved the eleventh day of May, one thousand nine hundred nine (P. L. 515) totally repealed.

An act entitled "An act to quiet the title of real estate; and to enable citizens of the United States, and corporations chartered under the laws of this Commonwealth and authorized to hold real estate therein, to hold and convey title to real estate which has formerly been held by corporations not authorized by law to hold real estate in Pennsylvania," approved the seventh day of March, one thousand nine hundred eleven (P. L. 13), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act authorizing companies incorporated under the laws of any other State of the United States, for the manufacture of any form of iron, steel, or glass, to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes," approved the ninth day of June, Anno Domini one thousand eight hundred and eighty-one, extending the same to companies formed for the purpose of quarrying slate, granite, stone or rocks, or for dressing, polishing, working or manufacturing the same, or any of them, and to mineral springs companies incorporated for the purpose of bottling and selling natural mineral springs water,' approved the sixteenth day of June, Anno Domini one thousand eight hundred and ninety-three; and further extending the same to companies formed for the purpose of manufacturing and selling garden and horticultural implements, and dealing in seeds, plants, bulbs and flowers," approved the twentieth day of April, one thousand nine hundred eleven (P. L. 68) totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved April twenty-ninth, Anno Domini eighteen hundred and seventy-four; providing for the incorporation of trustees appointed or to be appointed under the terms of any will, deed, grant, or gift creating a trust or trusts for the benefit of the people of any incorporated city of this Commonwealth, for the advancement of learning, science, music, art, or of any one or more of said purposes, in which representatives of said city may have part in the management; with power to confer degrees in art, pure and applied science, philosophy, literature, painting, music, medicine, law, and theology and for the supervision and regulation of the same," approved the twenty-sixth day of April, one thousand nine hundred eleven (P. L. 82) totally repealed.

An act entitled "An act to amend section forty-one of an act, approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, entitled 'An act to provide for the incorporation and regulation of certain corporations,' by fixing the number of the viewers at three," approved the fifth day of May, one thousand nine hundred eleven (P. L. 112) totally repealed.

An act entitled "An act to make uniform the law of transfer of shares of stock in corporations," approved the fifth day of May, one thousand nine hundred eleven (P. L. 126) totally repealed, except as to municipal corporations, railroads and canals and the Commonwealth.

Section one of an act entitled "A supplement to an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, authorizing the insertion of certain provisions in the charters of corporations for the support of public worship, and validating similar provisions in charters already granted," approved the fifth day of May, one thousand nine hundred eleven (P. L. 172) totally repealed.

An act entitled "An act relating to Receivers' Sales," approved the eleventh day of May, one thousand nine hundred eleven (P. L. 261) totally repealed.

An act entitled "An act providing that certificates of association and articles of incorporation may be acknowledged and sworn to before a justice of the peace," approved the first day of June, one thousand nine hundred eleven (P. L. 540), totally repealed.

An act entitled "An act to further amend the eighteenth paragraph of the second section of an act, entitled 'An act to provide for the incorporation and regulation of certain corporations,' approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, so as to compel corporations heretofore or hereafter incorporated for the purpose of the storage, transportation and furnishing of water for manufacturing and other purposes, and for the creation, establishing, furnishing, transmission and using of water-power therefrom, to furnish such power for public purposes," approved the third day of June, one thousand nine hundred eleven (P. L. 635), totally repealed.

An act entitled "An act requiring each and every director of a bank of discount, banking company, co-operative banking association, trust company, safe deposit company, real estate company, mortgage com-

pany, title insurance company, guarantee company, surety and indemnity company and savings bank, which has been or may hereafter be incorporated under the laws of this Commonwealth, with the right to receive moneys on deposit, to take an oath of office, and prescribing the form thereof; said oath to be filed with the Commissioner of Banking," approved the third day of June, one thousand nine hundred eleven (P. L. 652), totally repealed in so much as relates to trust, safe deposit and title insurance companies.

An act entitled "An act to regulate the doing of business in this Commonwealth by foreign corporations; the registration thereof and service of process thereon; and providing punishment and penalties for the violation of its provisions; and repealing previous legislation on the subject," approved the eighth day of June, one thousand nine hundred eleven (P. L. 710), totally repealed.

An act entitled "An act dispensing, in judicial proceedings to which a corporation is a party, with proof of incorporation of either plaintiff or defendant, when not put in issue," approved the ninth day of June, one thousand nine hundred eleven (P. L. 723), totally repealed.

An act entitled "An act to provide for the surrender of franchises of meadow companies, and the transfer of duties of said meadow companies to the respective cities or counties within which the lands governed by said meadow companies may lie," approved the ninth day of June, one thousand nine hundred eleven (P. L. 834), totally repealed.

An act entitled "A supplement to an act, entitled 'An act to provide for the selection of a site and the erection of a State Institution for the Feeble-minded and Epileptic, to be called the Eastern Pennsylvania State Institution for the Feeble-minded and Epileptic, and making an appropriation therefor,' approved the fifteenth day of May, one thousand nine hundred and three; authorizing the board of Trustees to enter into agreements respecting highways, railways, railroads, and other means of travel within the lands of the said institution," approved the ninth day of June, one thousand nine hundred eleven (P. L. 862), totally repealed except as to steam railroads.

An act entitled "An act providing for the merger and consolidation of street railway and motor power companies," approved the fifteenth day of June, one thousand nine hundred eleven (P. L. 963), totally repealed.

An act entitled "An act requiring the approval of the **Water Supply Commission of Pennsylvania** to any extension of the time within which, in the exercise of their charter rights under the existing law, water, or water-power companies shall begin and complete their

works; and also providing for the annulment of charters of water or water-power compauiies which shall not have begun or completed works within the time set by existing law," approved the fifteenth day of June, one thousand nine hundred eleven (P. L. 990), totally repealed.

An act entitled "Au act to amend the first section of an act, entitled 'A supplement to an act, entitled "An act concerning the sale of railroads, canals, turnpikes, bridges, and plank roads," approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-one, extending the provisions of said act to coal, iron, steel, lumber, or oil, or miniug, manufacturing, transportation, and telegraph companies, in this Commonwealth,' approved the twenty-fifth day of May, Anno Domini one thousand eight hundred and seventy-eight, as ameuved by an act, entitled 'An act to amend the first section of an act, entitled "A supplement to an act, entitled 'An act concerning the sale of railroads, canals, turnpikes, bridges, and plank roads, approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-one, extending the provisions of said act to coal, iron, steel, lumber, or oil, or miuing, manufacturing, trausportation, and telegraph companies, in this Commonwealth," extending said act so as to embrace all sales made under and by virtue of a power to sell contained in any mortgage or deed of trust, without any process or decree of a court in the premises,' approved the thirty-first day of May, Anno Domini one thousand eight hundred and eighty-seven, and as further amended by an act, entitled 'An act to amend an act, entitled "An act to amend the first section of an act, entitled 'A supplement to an act, entitled "An act concerning the sale of railroads, canals, turnpikes, bridges, and plank roads," approved the eighth day of April, Anno Domini one thousand eight hundred and sixty-oue, extending the provisions of said act to coal, iron, steel, lumber, or oil, or mining, manufacturing, transportation, aud telegraph companies, in this Commonwealth,' extending said act so as to embrace all sales made under and by virtue of a power to sell contained in any mortgage or deed of trust, without any process or decree of a court in the premises," approved the thirty-first day of May, Anno Domini one thousand eight hundred and eighty-seveu; so as to give to sales or conveyances made under and by virtue of any process or decree of a district court of the United States the same force and effect which are, by said act, given to sales or conveyances made under and by virtue of any process or decree of any court of this State, or of the circuit court of the United States,' approved the twenty-seventh day of April, Anno Domini one thousand niue hundred and nine; so that said act shall apply also to sales and conveyances of material, rolling-stock and property, whether located wholly or partly within this State, and franchises, or all or any

part of such material, rolling-stock, property and franchises, and whether of a corporation of this State, or of this State and any other State, or States, and shall prescribe the rights and powers of the corporation formed by the purchaser, the issuance by it of stock and bonds, and the number and selection of directors," approved the twentieth day of June, one thousand nine hundred eleven (P. L. 1092), totally repealed except so far as it relates to steam railroads and to canals.

An act entitled "An act amending section forty-four of an act, approved the thirteenth day of June, Anno Domini one thousand and eight hundred and thirty-six, entitled 'An act relating to the commencement of actions,' as amended by an act, approved the thirtieth day of March, Anno Domini one thousand nine hundred and five, entitled 'An act to amend section forty-four of the act of Assembly of this Commonwealth, entitled "An act relating to the commencement of actions," approved the thirteenth day of June, Anno Domini one thousand eight hundred and thirty-six, so as to make all the provisions of said act apply to certain actions ex delicto as well as to all actions ex contractu' by extending its provisions to foreign corporations," approved the twenty-first day of June, one thousand nine hundred eleven (P. L. 1097), totally repealed.

An act entitled "An act enabling corporations, not authorized by law to hold real estate in Pennsylvania, to convey and make title to such real estate as may have been purchased and held by them prior to the passage of this act," approved the twenty-third day of June, one thousand nine hundred eleven (P. L. 1114), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act authorizing companies incorporated under the laws of any other state of the United States for the manufacture of any form of iron, steel, or glass to erect and maintain buildings and manufacturing establishments, and to take, have and hold real estate necessary and proper for manufacturing purposes," approved the ninth day of June, Anno Domini one thousand eight hundred and eighty-one, extending the same to companies formed for the purpose of quarrying slate, granite, stone or rocks, or for dressing, polishing, working, or manufacturing the same, or any of them, and to mineral springs companies incorporated for the purpose of bottling and selling natural mineral springs water,' approved the sixteenth day of June, Anno Domini one thousand eight hundred and ninety-three," approved the nineteenth day of April, Anno Domini one thousand nine hundred and one, extending the same to companies formed for the purposes of manufacturing and selling chemicals, foodstuffs, cement,

and cement products, and the quarrying of cement rock,' approved May twenty-eight, one thousand nine hundred and seven; extending the same to companies incorporated for the manufacture, buying, selling, leasing, using, and operation of electrical apparatus and machinery, and articles of every kind appertaining to or in any wise connected with the production, use, regulation, control, distribution, or application of electricity or electrical energy or products for any use or purpose; constructing, acquiring, using, selling, buying, or leasing any works, construction, or plant, or part thereof, connected with or involving such use, distribution, regulation, control, or application of electricity, or the control or use of electrical apparatus for any purpose; and of producing, furnishing, and supplying electricity or electrical apparatus in any form and for any purpose, and to carry on a general manufacturing business," approved the twenty-third day of June, one thousand nine hundred eleven (P. L. 1115), totally repealed.

An act entitled "An act providing for the amendment or alteration of the charters of corporations having toll-bridges across any rivers or streams in this Commonwealth, whose travel by horses, wagons, et cetera, has been diverted or taken away by the erection of free public bridges, so that it may not be obligatory upon said companies to maintain their bridges for such travel," approved the twenty-seventh day of March, one thousand nine hundred thirteen (P. L. 16), totally repealed.

An act entitled "An act to amend section two of an act, entitled 'An act relating to receiver's sales,' approved the eleventh day of May, Anno Domini one thousand nine hundred and eleven, by providing the method of giving notice of sales under said act, and the manner and effect of proving the giving of the same," approved the twenty-fourth day of April, one thousand nine hundred thirteen (P. L. 115), totally repealed.

An act entitled "An act to permit of the relocation of certain portions of the track of street passenger railway companies, with the consent of the local authorities," approved the ninth day of May, one thousand nine hundred thirteen (P. L. 190), totally repealed.

An act entitled "An act enlarging the powers of mutual savings fund or building and loan associations; authorizing them to accumulate a reserve fund to pay contingent losses, and validating such funds heretofore accumulated; to permit members to secure the repayment of one-half of their loans by a straight bond and mortgage, for a fixed term and authorizing said associations to so secure loans; authorizing said association to make loans in certain cases

upon a stipulated premium; and further authorizing them to loan money to other like associations under certain conditions; and repealing all laws inconsistent with this act," approved the fourteenth day of May, one thousand nine hundred thirteen (P. L. 205), totally repealed as to building and loan associations.

An act entitled "An act amending the first paragraph of the first section of the act, entitled 'An act defining fraternal beneficial and relief societies and their status; authorizing them to create subordinate lodges, and to pay benefits, upon the sickness, disability, or death of their members, from funds collected by dues and assessments therein; providing for their registration in the office of the Insurance Commissioner, and requiring that they shall make annual reports to him; and exempting them from taxation and from the supervision of the Insurance Commissioner,' approved the sixth day of April, Anno Domini one thousand eight hundred and ninety-three, (Pamphlet Laws, page seven); providing that if, after the issuance of the original certificate, the member shall become dependent upon an incorporated charitable institution, he shall have the privilege, with the consent of the society, to make such institution his beneficiary," approved the fifteenth day of May, one thousand nine hundred thirteen (P. L. 207), totally repealed.

An act entitled "An act empowering all corporations incorporated under the laws of the State of Pennsylvania, for purposes not for profit, to acquire, hold, use and enjoy real estate of the clear yearly rental value or income of fifty thousand dollars," approved the fifteenth day of May, one thousand nine hundred thirteen (P. L. 214), totally repealed.

An act entitled "An act to amend an act, entitled 'An act relating to corporations and estates held for corporate, religious, and charitable uses,' approved the twenty-sixth day of April, Anno Domini eighteen hundred and fifty-five, as amended by the supplement to said act, approved the second day of June, Anno Domini eighteen hundred and eighty-seven, and further amended by the act approved the first day of May, Anno Domini nineteen hundred and seven, by altering the seventh section, and by repealing the sixth section thereof," approved the twentieth day of May, one thousand nine hundred thirteen (P. L. 242), totally repealed so far as it relates to corporations.

An act entitled "An act authorizing corporations of this Commonwealth to declare, at any time or times, dividends out of net profits; and prescribing the time within which the same shall be paid," approved the twenty-third day of May, one thousand nine hundred thirteen (P. L. 336), totally repealed.

An act entitled "An act to amend section one of an act, entitled 'A supplement to an act of Assembly of the Commonwealth of Pennsylvania, entitled "An act to provide for the incorporation and regulation of certain corporations," approved the twenty-ninth day of April, Anno Domini one thousand eight hundred and seventy-four, as the same has been supplemented by acts of Assembly of said Commonwealth, approved on the following dates; namely, sixteenth day of February, Anno Domini one thousand eight hundred and seventy-four; twenty-fourth day of May, Anno Domini one thousand eight hundred and eighty-one; twenty-ninth day of May, Anno Domini one thousand eight hundred and eighty-five; eleventh day of June, Anno Domini one thousand eight hundred and eighty-five; twenty-fifth day of June, Anno Domini one thousand eight hundred and eighty-five; ninth day of May, Anno Domini one thousand eight hundred and eighty-nine; twenty-ninth day of May, Anno Domini one thousand eight hundred and ninety-five; twenty-sixth day of June, Anno Domini one thousand eight hundred and ninety-five; twenty-seventh day of June, Anno Domini one thousand eight hundred and ninety-five; second day of May, Anno Domini one thousand nine hundred and one; fourth day of June, Anno Domini one thousand nine hundred and one; twenty-first day of April, Anno Domini one thousand nine hundred and three, and seventeenth day of April, Anno Domini one thousand nine hundred and five; inter alia providing for the establishment and regulation of trust companies,' approved the eighth day of May, Anno Domini one thousand nine hundred and seven; by enlarging and extending the preference given to depositors, so as to include deposits payable only after specified notice, or at the expiration of a fixed period; and defining and including as depositors bona fide holders for value of certified checks on, or of certificates of deposit issued by, trust company, or of checks or drafts given in exchange for, or in payment of, checks or drafts of depositors of a trust company drawn thereon," approved the twenty-third day of May, one thousand nine hundred thirteen (P. L. 354), totally repealed.

An act entitled "An act authorizing certain corporations to issue preferred stock of one or more classes; providing for the manner of issuance, restrictions and regulations in the matter of voting thereof, and the rights and privileges of the holders thereof; and repealing all acts or parts of acts inconsistent therewith," approved the twenty-eighth day of May, one thousand nine hundred thirteen (P. L. 378), totally repealed except in so far as it relates to insurance companies or banking companies.

An act entitled "An act to authorize the courts of common pleas of any county, when any individual church within the county has become inactive or extinct, by reason of there being no resident or

active trustees representing it, or otherwise, and the property of the church is liable to be wasted or destroyed, to appoint the trustees of the State body or organization representative of the denomination of which said church was a member as trustees for said church, to hold and dispose of the title to the property owned by said church, and defining the procedure thereon," approved the fifth day of June, one thousand nine hundred thirteen (P. L. 435), totally repealed so far as relates to incorporated churches. ,

An act entitled "An act to amend an act, entitled 'An act to amend an act, entitled "An act to enable mining, manufacturing and trading companies to wind up their affairs after the expiration of their charters," approved the twenty-first day of May, Anno Domini eighteen hundred and eighty-one,' approved the twenty-third day of May, Anno Domini nineteen hundred and seven; extending the same so as to include companies for the purchase and sale of real estate, and construction companies," approved the fifth day of June, one thousand nine hundred thirteen (P. L. 449), totally repealed.

An act entitled "An act to amend an act, entitled 'An act to validate the exercise of franchise of manufacturing corporations and land companies whose charters have expired, and to validate the conveyances and other instruments of said corporations,' approved the twenty-second day of April, Anno Domini one thousand nine hundred and nine," approved the nineteenth day of June, one thousand nine hundred thirteen (P. L. 539), totally repealed.

An act entitled "An act to authorize incorporated or unincorporated churches, cemeteries, or burial associations, owning burial-grounds located wholly or in part in any city, township or borough of this Commonwealth, to purchase other grounds, and to sell and convey in fee simple such portions of their land, not used or conveyed by them for burial purposes, or which may have been reconveyed to them or shall have reverted or become acquired by them, under the terms hereof, or otherwise; and providing for and authorizing the several courts of quarter sessions of the several counties of this Commonwealth, upon petition of the managers, officers, and other persons vested with the management of said burial-ground, to make orders and decrees for the removal of all bodies interred in such burial-grounds or cemeteries belonging to any incorporated or unincorporated church, cemetery, or burial association; and to provide for the purchase of new lots, the cost of the removal of such bodies, and compensation to the owners of the lot or lots therein, the sale of the ground, and disposition of the proceeds derived from such sale,"

approved the twenty-fifth day of June, one thousand nine hundred thirteen (P. L. 551), totally repealed so far as it relates to incorporated churches, cemeteries or burial associations.

(b). ALL ACTS AND PARTS OF ACTS OF ASSEMBLY SUPPLIED BY, INCONSISTENT WITH OR APPERTAINING TO THE SUBJECT MATTER COVERED BY THIS ACT ARE REPEALED. IT IS INTENDED THAT THIS ACT SHALL FURNISH A COMPLETE AND GENERAL SYSTEM FOR THE FORMATION AND REGULATION OF THE CLASSES OF CORPORATIONS HEREIN ENUMERATED EXCEPT AS OTHERWISE NOTED.





